

Executed Date:

September 27, 2007
(Office of Chief Counsel will enter)

Agreement No. 220705
Fed. ID. No. [REDACTED]
SAP Vendor No.

Settlement amount: \$773,711.77

**COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF TRANSPORTATION
COMPROMISE, SETTLEMENT, AND RELEASE**

An agreement between the Commonwealth of Pennsylvania, Department of Transportation (Commonwealth) and the following vendor ("Law Firm):

<u>Ballard Spahr Andrews & Ingersoll, LLP</u>	<u>Legal services</u>
<u>VENDOR</u>	<u>TYPE OF SERVICE/SUPPLY PROVIDED</u>
<u>1735 Market Street, 51st Floor</u>	<u>[REDACTED]</u>
<u>NUMBER AND STREET</u>	<u>TELEPHONE #</u>
<u>Philadelphia, PA 19103-7599</u>	<u>March 1-May 23, 2007</u>
<u>CITY STATE ZIP</u>	<u>DATE(S) SERVICE/SUPPLY PROVIDED</u>

Whereas, authorization to pay Ballard Spahr Andrews & Ingersoll, LLP's ("the Law Firm") invoice has been requested due to the circumstances set forth below; and

Whereas, on March 1, 2007, the Law Firm was directed by the Office of General Counsel to provide professional services as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative; and

Whereas, due to the extreme urgency of the work required, work began immediately at the Office of General Counsel's direction prior to having a fully executed contract document in place; and

Whereas, a contract document was fully executed and became effective on May 24, 2007 so all further services required for this project shall be provided for; and

Whereas, an invoice and Process Report for services performed by the Law Firm between March 1, 2007 and May 23, 2007 is set forth in Exhibit A to this Agreement; and

Whereas, the Commonwealth cannot otherwise pay the Law Firm for services performed during the period of March 1, 2007 and May 23, 2007 because no agreement was in place prior to performance of such services; and

Whereas, the Commonwealth and the Law Firm mutually desire to settle the Law Firm's claims for amounts due and owing for the services described in Exhibit A that were performed by the Law Firm in the period between March 1, 2007 and May 23, 2007;

NOW, THEREFORE, in consideration of the foregoing and of the undertakings herein contained, and intending to be legally bound, the parties agree as follows:

1. By way of settlement, the Commonwealth offers to reimburse the Law Firm the amount due under the invoice, totaling \$773,711.77, and the Law Firm accepts reimbursement in this amount as full settlement of its claim.

2. The Law Firm hereby fully releases the Commonwealth, its agents, representatives, employees, successors, and assigns from all rights, claims, suits, demands, and actions that the Law Firm and its successors and assigns have or may have arising from the services/supplies provided as shown on the Law Firm's attached invoice.

3. The parties intend this document to discharge all claims of the Law Firm and obligations of the Commonwealth arising out of the services/supplies provided as shown on the Law Firm's invoice(s), which is attached as Exhibit "A."

4. The Law Firm has voluntarily executed this document after having been apprised of all relevant information.

5. The Law Firm agrees that the Commonwealth may offset the amount of any state tax or Commonwealth liability of the Law Firm or its affiliates and subsidiaries that is owed to the Commonwealth against the payments due the Law Firm under this or any other contract with the Commonwealth.

6. All documents, data, and records produced by the Law Firm and any experts in carrying out the obligations and services hereunder, without limitation and whether preliminary or final, are and shall become and remain the property of the Commonwealth.

a. The Commonwealth shall have the right to use all such documents, data, and records without restriction or limitation and without additional compensation to the Law Firm and any experts and the Law Firm and any experts shall have no right or interest therein.

b. All documents, data, information and records produced by the Law Firm in its performance of the services described in Exhibit A to this Agreement shall, at the option of the Commonwealth, be appropriately arranged, indexed, and delivered to the Commonwealth by the Law Firm.

c. Notwithstanding the provisions of this paragraph, the Law Firm may retain copies of documents delivered to the Commonwealth.

7. At all times during the performance of services during the period of time covered by this Agreement, the Law Firm acted as an independent contractor and not as an employee or agent of the Commonwealth.

8. The Commonwealth shall have the right, at reasonable times and at a site designated by the Commonwealth, to audit the books, documents, and records of the Law Firm to the extent that the books, documents, and records relate to fees, costs or pricing data for the services performed during the period covered by this Agreement. The Law Firm agrees to maintain records that will support the charges and costs shown on the invoices attached as Exhibit A to this Agreement. The Law Firm shall preserve books, documents, and records that relate to fees, costs, or pricing data for the work described in Exhibit A to this Agreement for a period of three

years from the date the Law Firm receives payment under this Agreement. The Law Firm shall give full and free access to all records to the Commonwealth and/or its authorized representatives.

9. The Law Firm shall indemnify and, if requested, defend the Commonwealth from and against any and all claims, demands, and actions based upon or arising out of the performance by the Law Firm (or by any person or entity acting on its behalf) of any of the services performed by the Law Firm as described in Exhibit A to this Agreement.

10. Nothing contained in this document shall be construed as an admission of liability by either party.

11. This Agreement, including all appendices and referenced documents, constitutes the entire agreement between the parties. No agent, representative, employee, or offices of the Commonwealth or of the Law Firm has authority to make, or has made, any statement, agreement, or representation, oral or written, in connection with this Agreement that in any way can be deemed to modify, add to, or detract from, or otherwise change or alter its terms and conditions. No negotiations between the parties, nor any custom or usage, shall be permitted to modify or contradict any of the terms and conditions of this Agreement. No modifications, alternations, changes or waiver to this Agreement shall be valid or binding unless accomplished by a written amendment executed by the parties in the same manner as this Agreement.

In witness whereof, the parties have executed this Compromise, Settlement, and Release on the date first above written.

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

BY J. B. [Signature] DATE August 6, 2007
Title: Partner

SETTLEMENT APPROVED

BY [Signature] 8/8/07
for Chief Counsel DATE

BY [Signature] 8.16.07
Deputy General Counsel DATE

BY [Signature] 8/31/07
Deputy Attorney General DATE

COMMONWEALTH OF PENNSYLVANIA
DEPARTMENT OF TRANSPORTATION

BY [Signature] 8/8/07
DEPUTY SECRETARY OF TRANSPORTATION DATE

FUNDS COMMITMENT
DOC. NO. [Redacted]
CERTIFIED FUNDS
AVAILABLE UNDER
SAP. NO. [Redacted]
SAP COST CENTER [Redacted]
GL ACCOUNT [Redacted]
AMOUNT \$ 773,711.77

BY [Signature] 9/27/07
for Comptroller DATE

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-864-8999

Invoice Date: July 20, 2007

Invoice No.: 2007073127

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

For professional services rendered from March 1 through May 23, 2007 as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative, including: preparation of legislation permitting certain transportation facilities in the Commonwealth to be leased and operated by private entities; preparation of legislation authorizing the establishment of a non-profit corporation controlled by the Commonwealth and permitting that nonprofit corporation to control and operate certain transportation facilities in the Commonwealth; review and analysis of real estate, tax, environmental, pension, labor, bankruptcy, constitutional and other issues arising in connection with the foregoing pieces of legislation; meetings and telephone calls with representatives of the Office of the Governor, the Office of General Counsel, the Pennsylvania Department of Transportation, the Pennsylvania Turnpike Commission, and their respective advisors and attorneys; review of Pennsylvania Turnpike Commissions debt structure and agreements entered into in connection therewith

Total Fees

\$740,464.99

DISBURSEMENTS

Duplicating	520.00
Westlaw Research	18,218.08
Long Distance Telephone	184.19
Delivery Service	114.77
Lexis Research	12,530.93
Business Meals	1,275.51
Travel Expenses	399.80
Velobinding	3.50

Total Disbursements \$33,246.78

Total Current Charges \$773,711.77

Total Due This Invoice \$773,711.77

TOTAL AMOUNT DUE \$773,711.77

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500
FAX: 215-864-8999



REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007073127
Date: July 20, 2007

Fee Amount	\$740,464.99
Disbursement Amount	<u>\$33,246.78</u>
Total Current Charges	\$773,711.77
Total Due This Invoice	\$773,711.77
TOTAL AMOUNT DUE	<u><u>\$773,711.77</u></u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002
 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	03/09/07	1.10	403.75	444.13	
AR King	03/12/07	.70	403.76	282.63	
AR King	03/13/07	1.00	403.75	403.75	
AR King	03/14/07	1.80	403.75	726.75	
JB Walsh	03/14/07	1.00	446.25	446.25	
JB Walsh	03/14/07	.50	446.26	223.13	
JB Walsh	03/14/07	1.00	446.25	446.25	
AR King	03/15/07	7.80	403.75	3,149.25	
JB Walsh	03/15/07	1.00	446.25	446.25	
JB Walsh	03/15/07	4.80	446.25	2,142.00	
JB Walsh	03/15/07	3.70	446.25	1,651.13	
JB Walsh	03/16/07	1.80	446.25	803.25	
VJ Allen	03/19/07	2.60	276.25	718.25	
JB Walsh	03/19/07	.20	446.25	89.25	
VJ Allen	03/20/07	.30	276.27	82.88	
KR Cunningham	03/20/07	1.50	446.25	669.38	
KJ Herrmann	03/20/07	1.20	68.00	81.60	

BILLING COORDINATOR: JB Walsh UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives
 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	03/20/07	1.00	403.75	403.75	
JB Walsh	03/20/07	.40	446.25	178.50	
VJ Allen	03/21/07	1.20	276.25	331.50	
KR Cunningham	03/21/07	1.00	446.25	446.25	
AR King	03/21/07	2.00	403.75	807.50	
AR King	03/21/07	.20	403.75	80.75	
WL Kotzen	03/21/07	1.80	488.75	879.75	
VJ Allen	03/22/07	1.40	276.25	386.75	
VJ Allen	03/22/07	2.60	276.25	718.25	
CL Beck	03/22/07	1.30	195.50	254.15	
KR Cunningham	03/22/07	2.50	446.25	1,115.63	
WL Kotzen	03/22/07	4.10	488.75	2,003.88	
MH Tucker	03/22/07	2.20	195.50	430.10	
VJ Allen	03/23/07	1.30	276.25	359.13	
KR Cunningham	03/23/07	2.00	446.25	892.50	
KJ Herrmann	03/23/07	.50	68.00	34.00	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
WL Kotzen	03/23/07	2.10	488.75	1,026.38	
JB Walsh	03/23/07	.80	446.25	357.00	
KR Cunningham	03/24/07	1.00	446.25	446.25	
KJ Herrmann	03/24/07	.10	68.00	6.80	
VJ Allen	03/25/07	6.50	276.25	1,795.63	
VJ Allen	03/25/07	1.20	276.25	331.50	
CL Beck	03/25/07	1.80	195.50	351.90	
MH Tucker	03/25/07	3.50	195.50	684.25	
CL Beck	03/26/07	7.80	195.50	1,524.90	
KR Cunningham	03/26/07	3.00	446.25	1,338.75	
JM Itzkowitz	03/26/07	3.00	229.50	688.50	
MH Tucker	03/26/07	6.50	195.50	1,270.75	
VJ Allen	03/27/07	2.50	276.25	690.63	
CL Beck	03/27/07	2.40	195.50	469.20	
KR Cunningham	03/27/07	1.80	446.25	803.25	
KR Cunningham	03/27/07	1.00	446.25	446.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Itzkowitz	03/27/07	1.00	229.50	229.50	
PB Korb	03/27/07	.50	488.76	244.38	
WL Kotzen	03/27/07	1.80	488.75	879.75	
MH Tucker	03/27/07	4.60	195.50	899.30	
JB Walsh	03/27/07	1.00	446.25	446.25	
JB Walsh	03/27/07	1.20	446.25	535.50	
DB Webster	03/27/07	1.00	144.50	144.50	
VJ Allen	03/28/07	10.60	276.25	2,928.25	
VJ Allen	03/28/07	2.10	276.25	580.13	
CL Beck	03/28/07	6.20	195.50	1,212.10	
KR Cunningham	03/28/07	1.20	446.25	535.50	
JM Itzkowitz	03/28/07	9.00	229.50	2,065.50	
WL Kotzen	03/28/07	1.70	488.75	830.88	
DJ Proctor	03/28/07	1.10	170.00	187.00	
JT Schmidt	03/28/07	3.00	195.50	586.50	
MH Tucker	03/28/07	11.30	195.50	2,209.15	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	03/28/07	.50	446.26	223.13	
DB Webster	03/28/07	1.00	144.50	144.50	
VJ Allen	03/29/07	1.70	276.25	469.63	
VJ Allen	03/29/07	4.60	276.25	1,270.75	
CL Beck	03/29/07	3.40	195.50	664.70	
KR Cunningham	03/29/07	1.00	446.25	446.25	
JM Itzkowitz	03/29/07	4.70	229.50	1,078.65	
WL Kotzen	03/29/07	2.60	488.75	1,270.75	
BD Pedrow	03/29/07	.30	403.77	121.13	
JT Schmidt	03/29/07	1.50	195.50	293.25	
MH Tucker	03/29/07	3.90	195.50	762.45	
JB Walsh	03/29/07	2.50	446.25	1,115.63	
JB Walsh	03/29/07	1.60	446.25	714.00	
VJ Allen	03/30/07	4.50	276.25	1,243.13	
FL Ballard, Jr.	03/30/07	1.50	637.50	956.25	
CL Beck	03/30/07	.50	195.50	97.75	
KR Cunningham	03/30/07	3.50	446.25	1,561.88	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	03/30/07	4.80	403.75	1,938.00	
A Makadon	03/30/07	3.50	637.50	2,231.25	
MH Tucker	03/30/07	.30	195.50	58.65	
JB Walsh	03/30/07	2.10	446.25	937.13	
JB Walsh	03/30/07	4.60	446.25	2,052.75	
C Brown	04/01/07	1.40	531.25	743.75	
FL Ballard, Jr.	04/02/07	.50	637.50	318.75	
C Brown	04/02/07	.40	531.25	212.50	
AR King	04/02/07	3.80	403.75	1,534.25	
MH Tucker	04/02/07	.20	195.50	39.10	
JB Walsh	04/02/07	2.10	446.25	937.13	
JB Walsh	04/02/07	1.10	446.25	490.88	
VJ Allen	04/03/07	.30	276.27	82.88	
FL Ballard, Jr.	04/03/07	2.00	637.50	1,275.00	
CL Beck	04/03/07	1.10	195.50	215.05	
BD Doerner	04/03/07	.60	467.50	280.50	
AR King	04/03/07	6.30	403.75	2,543.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
WL Kotzen	04/03/07	1.90	488.75	928.63	
A Makadon	04/03/07	3.20	637.50	2,040.00	
JT Schmidt	04/03/07	6.30	195.50	1,231.65	
JT Schmidt	04/03/07	.20	195.50	39.10	
MH Tucker	04/03/07	7.00	195.50	1,368.50	
JB Walsh	04/03/07	3.40	446.25	1,517.25	
JB Walsh	04/03/07	1.80	446.25	803.25	
JB Walsh	04/03/07	1.60	446.25	714.00	
JB Walsh	04/03/07	1.00	446.25	446.25	
VJ Allen	04/04/07	1.00	276.25	276.25	
VJ Allen	04/04/07	1.50	276.25	414.38	
FL Ballard, Jr.	04/04/07	5.00	637.50	3,187.50	
CL Beck	04/04/07	9.40	195.50	1,837.70	
JB Bischoff	04/04/07	.60	403.75	242.25	
JB Bischoff	04/04/07	1.00	403.75	403.75	
JB Bischoff	04/04/07	1.40	403.75	565.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
C Brown	04/04/07	1.40	531.25	743.75	
JM Cody	04/04/07	2.70	165.75	447.53	
JM Cody	04/04/07	.60	165.75	99.45	
KR Cunningham	04/04/07	2.20	446.25	981.75	
BD Doerner	04/04/07	1.10	467.50	514.25	
JM Itzkowitz	04/04/07	3.30	229.50	757.35	
SJ Kastenberg	04/04/07	1.50	403.75	605.63	
AR King	04/04/07	2.00	403.75	807.50	
S Kles	04/04/07	9.00	263.50	2,371.50	
WL Kotzen	04/04/07	3.70	488.75	1,808.38	
A Makadon	04/04/07	2.00	637.50	1,275.00	
KK McCarthy	04/04/07	.80	131.75	105.40	
BD Pedrow	04/04/07	.20	403.75	80.75	
BM Pinheiro	04/04/07	2.20	348.50	766.70	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 MP002

INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
BM Pinheiro	04/04/07	2.60	348.50	906.10	
AS Ritterband	04/04/07	3.70	488.75	1,808.38	
JT Schmidt	04/04/07	8.30	195.50	1,622.65	
M Sklaroff	04/04/07	2.20	595.00	1,309.00	
M Sklaroff	04/04/07	1.00	595.00	595.00	
MH Tucker	04/04/07	10.00	195.50	1,955.00	
GL Unterberger	04/04/07	2.50	467.50	1,168.75	
JB Walsh	04/04/07	7.20	446.25	3,213.00	
JB Walsh	04/04/07	2.50	446.25	1,115.63	
VJ Allen	04/05/07	1.30	276.25	359.13	
FL Ballard, Jr.	04/05/07	4.00	637.50	2,550.00	
CL Beck	04/05/07	5.50	195.50	1,075.25	

BILLING COORDINATOR: JB Walsh UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Bischoff	04/05/07	.90	403.76	363.38	
JB Bischoff	04/05/07	.50	403.76	201.88	
JB Bischoff	04/05/07	.50	403.76	201.88	
JB Bischoff	04/05/07	.30	403.77	121.13	
JC Carroll	04/05/07	.90	208.26	187.43	
JC Carroll	04/05/07	7.70	208.25	1,603.53	
JM Cody	04/05/07	.30	165.77	49.73	
JM Cody	04/05/07	.80	165.75	132.60	
KR Cunningham	04/05/07	2.40	446.25	1,071.00	
BD Doerner	04/05/07	.30	467.50	140.25	
JM Gray	04/05/07	1.10	246.50	271.15	
JM Gray	04/05/07	.80	246.50	197.20	
JM Itzkowitz	04/05/07	7.50	229.50	1,721.25	
KM Jarin	04/05/07	1.00	531.25	531.25	
SJ Kastenberg	04/05/07	1.00	403.75	403.75	
AR King	04/05/07	4.50	403.75	1,816.88	
WL Kotzen	04/05/07	2.70	488.75	1,319.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KK McCarthy	04/05/07	8.60	131.75	1,133.05	
BM Pinheiro	04/05/07	.20	348.50	69.70	
HD Prior	04/05/07	.50	488.76	244.38	
DJ Proctor	04/05/07	1.20	170.00	204.00	
AS Ritterband	04/05/07	2.70	488.75	1,319.63	
C Rombeau	04/05/07	.20	229.50	45.90	
MH Tucker	04/05/07	9.90	195.50	1,935.45	
GL Unterberger	04/05/07	1.10	467.50	514.25	
JB Walsh	04/05/07	8.20	446.25	3,659.25	
JB Walsh	04/05/07	1.80	446.25	803.25	
JB Walsh	04/05/07	.30	446.27	133.88	
FL Ballard, Jr.	04/06/07	3.00	637.50	1,912.50	
CL Beck	04/06/07	5.70	195.50	1,114.35	

7/19/2007 - 4:33 PM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
CL Beck	04/06/07	2.30	195.50	449.65	
JB Bischoff	04/06/07	2.10	403.75	847.88	
C Brown	04/06/07	2.00	531.25	1,062.50	
C Brown	04/06/07	1.60	531.25	850.00	
JC Carroll	04/06/07	8.00	208.25	1,666.00	
JM Cody	04/06/07	.90	165.76	149.18	
KR Cunningham	04/06/07	2.10	446.25	937.13	
JM Gray	04/06/07	4.90	246.50	1,207.85	
KM Jarin	04/06/07	2.00	531.25	1,062.50	
SJ Kastenberg	04/06/07	1.80	403.75	726.75	
AR King	04/06/07	6.40	403.75	2,584.00	
S Kles	04/06/07	6.00	263.50	1,581.00	
WL Kotzen	04/06/07	3.90	488.75	1,906.13	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarlin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KK McCarthy	04/06/07	9.20	131.75	1,212.10	
AS Ritterband	04/06/07	3.60	488.75	1,759.50	
JT Schmidt	04/06/07	7.00	195.50	1,368.50	
M Sklaroff	04/06/07	2.00	595.00	1,190.00	
MH Tucker	04/06/07	4.30	195.50	840.65	
JB Walsh	04/06/07	2.40	446.25	1,071.00	
JB Walsh	04/06/07	.20	446.25	89.25	
JT Schmidt	04/07/07	4.40	195.50	860.20	
SJ Kastenber	04/08/07	1.00	403.75	403.75	
S Kies	04/08/07	5.00	263.50	1,317.50	
M Sklaroff	04/08/07	1.20	595.00	714.00	
FL Ballard, Jr.	04/09/07	6.00	637.50	3,825.00	
CL Beck	04/09/07	5.60	195.50	1,094.80	
C Brown	04/09/07	.20	531.25	106.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Cody	04/09/07	1.70	165.75	281.78	
KR Cunningham	04/09/07	2.50	446.25	1,115.63	
JM Gray	04/09/07	6.10	246.50	1,503.65	
JM Itzkowitz	04/09/07	10.50	229.50	2,409.75	
KM Jarin	04/09/07	1.00	531.25	531.25	
WK Kennedy II	04/09/07	3.70	310.25	1,147.93	
AR King	04/09/07	5.50	403.75	2,220.63	
AR King	04/09/07	.30	403.77	121.13	
S Kles	04/09/07	2.50	263.50	658.75	
S Kles	04/09/07	.60	263.50	158.10	
WL Kotzen	04/09/07	2.40	488.75	1,173.00	
KK McCarthy	04/09/07	6.20	131.75	816.85	
JP McLaughlin	04/09/07	4.50	369.75	1,663.88	
LR Mofa Jr.	04/09/07	2.50	395.25	988.13	
BM Pinheiro	04/09/07	.40	348.50	139.40	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AS Ritterband	04/09/07	3.50	488.75	1,710.63	
C Rombeau	04/09/07	1.90	229.50	436.05	
M Sklaroff	04/09/07	2.40	595.00	1,428.00	
MH Tucker	04/09/07	10.50	195.50	2,052.75	
JB Walsh	04/09/07	.20	446.25	89.25	
JB Walsh	04/09/07	1.70	446.25	758.63	
JB Walsh	04/09/07	5.20	446.25	2,320.50	
FL Ballard, Jr.	04/10/07	5.00	637.50	3,187.50	
CL Beck	04/10/07	.20	195.50	39.10	
JB Bischoff	04/10/07	.70	403.76	282.63	
KA Crawford	04/10/07	7.20	246.50	1,774.80	
JM Gray	04/10/07	.20	246.50	49.30	
KM Jarin	04/10/07	2.00	531.25	1,062.50	
SJ Kastenberg	04/10/07	.30	403.77	121.13	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
WK Kennedy II	04/10/07	5.10	310.25	1,582.28	
AR King	04/10/07	2.50	403.75	1,009.38	
AR King	04/10/07	3.70	403.75	1,493.88	
S Kles	04/10/07	6.50	263.50	1,712.75	
WL Kotzen	04/10/07	.40	488.75	195.50	
JP McLaughlin	04/10/07	3.80	369.75	1,405.05	
LR Moffa Jr.	04/10/07	1.20	395.25	474.30	
BM Pinheiro	04/10/07	.30	348.50	104.55	
TD Rethage	04/10/07	1.60	195.50	312.80	
AS Ritterband	04/10/07	3.40	488.75	1,661.75	
C Rombeau	04/10/07	1.40	229.50	321.30	
LB Schakel	04/10/07	1.00	425.00	425.00	
JT Schmidt	04/10/07	1.90	195.50	371.45	
MH Tucker	04/10/07	7.10	195.50	1,388.05	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007073127
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 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	04/10/07	1.50	446.25	669.38	
JB Walsh	04/10/07	.20	446.25	89.25	
AJ Angelo	04/11/07	.50	369.76	184.88	
FL Ballard, Jr.	04/11/07	4.00	637.50	2,550.00	
CL Beck	04/11/07	1.80	195.50	351.90	
KA Crawford	04/11/07	5.70	246.50	1,405.05	
KR Cunningham	04/11/07	1.50	446.25	669.38	
JM Gray	04/11/07	.90	246.50	221.85	
JM Itzkowitz	04/11/07	7.20	229.50	1,652.40	
KM Jarin	04/11/07	4.00	531.25	2,125.00	
SJ Kastenbergl	04/11/07	1.20	403.75	484.50	
WK Kennedy II	04/11/07	3.80	310.25	1,178.95	
AR King	04/11/07	.50	403.76	201.88	
AR King	04/11/07	5.00	403.75	2,018.75	
AR King	04/11/07	.20	403.75	80.75	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
S Kles	04/11/07	.30	263.50	79.05	
S Kles	04/11/07	1.00	263.50	263.50	
WL Koltzen	04/11/07	1.70	488.75	830.88	
A Makadon	04/11/07	.50	637.50	318.75	
KK McCarthy	04/11/07	5.80	131.75	764.15	
DD Page	04/11/07	2.40	208.25	499.80	
ST Park	04/11/07	.80	195.50	156.40	
AS Ritterband	04/11/07	2.00	488.75	977.50	
JT Schmidt	04/11/07	8.00	195.50	1,564.00	
MH Tucker	04/11/07	3.50	195.50	684.25	
GL Unterberger	04/11/07	1.00	467.50	467.50	
JB Walsh	04/11/07	.30	446.27	133.88	
JB Walsh	04/11/07	2.60	446.25	1,160.25	
JB Walsh	04/11/07	.50	446.26	223.13	
JB Walsh	04/11/07	5.30	446.25	2,365.13	

BILLING COORDINATOR: JB Walsh
 UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives
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 MP002
 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
FL Ballard, Jr.	04/12/07	4.00	637.50	2,550.00	
CL Beck	04/12/07	5.90	195.50	1,153.45	
JB Bischoff	04/12/07	2.20	403.75	888.25	
C Brown	04/12/07	.80	531.25	425.00	
KA Crawford	04/12/07	1.90	246.50	468.35	
KR Cunningham	04/12/07	1.50	446.25	669.38	
JM Gray	04/12/07	2.20	246.50	542.30	
JM Itzkowitz	04/12/07	2.50	229.50	573.75	
SJ Kastenber	04/12/07	1.30	403.75	524.88	
WK Kennedy II	04/12/07	1.90	310.25	589.48	
AR King	04/12/07	2.80	403.75	1,130.50	
WL Kotzen	04/12/07	1.80	488.75	879.75	
JP McLaughlin	04/12/07	1.00	369.75	369.75	
DD Page	04/12/07	1.50	208.25	312.38	
TD Rethage	04/12/07	2.90	195.50	566.95	
AS Ritterband	04/12/07	.90	488.76	439.88	
C Rombeau	04/12/07	4.90	229.50	1,124.55	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JT Schmidt	04/12/07	6.90	195.50	1,348.95	
MH Tucker	04/12/07	4.50	195.50	879.75	
JB Walsh	04/12/07	4.30	446.25	1,918.88	
JB Walsh	04/12/07	.80	446.25	357.00	
JB Walsh	04/12/07	1.90	446.25	847.88	
DB Webster	04/12/07	.50	144.50	72.25	
FL Ballard, Jr.	04/13/07	4.00	637.50	2,550.00	
CL Beck	04/13/07	3.20	195.50	625.60	
JB Bischoff	04/13/07	.70	403.76	282.63	
JM Cody	04/13/07	.60	165.75	99.45	
KA Crawford	04/13/07	3.80	246.50	936.70	
JM Itzkowitz	04/13/07	4.50	229.50	1,032.75	
KM Jarin	04/13/07	2.00	531.25	1,062.50	
SJ Kastenberg	04/13/07	.60	403.75	242.25	
WK Kennedy II	04/13/07	6.00	310.25	1,861.50	
AR King	04/13/07	3.80	403.75	1,534.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
S Kles	04/13/07	9.50	263.50	2,503.25	
WL Kotzen	04/13/07	2.10	488.75	1,026.38	
KK McCarthy	04/13/07	.30	131.77	39.53	
JP McLaughlin	04/13/07	4.00	369.75	1,479.00	
DD Page	04/13/07	2.00	208.25	416.50	
BM Pinheiro	04/13/07	2.20	348.50	766.70	
TD Rethage	04/13/07	2.00	195.50	391.00	
AS Ritterband	04/13/07	1.60	488.75	782.00	
C Rombeau	04/13/07	.30	229.50	68.85	
JT Schmidt	04/13/07	3.80	195.50	742.90	
MH Tucker	04/13/07	6.50	195.50	1,270.75	
JB Walsh	04/13/07	4.20	446.25	1,874.25	
DB Webster	04/13/07	.50	144.50	72.25	
WK Kennedy II	04/14/07	1.00	310.25	310.25	

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
TD Rethage	04/14/07	3.40	195.50	664.70	
KA Crawford	04/15/07	1.50	246.50	369.75	
SJ Kastenber	04/15/07	.80	403.75	323.00	
WK Kennedy II	04/15/07	2.00	310.25	620.50	
DD Page	04/15/07	5.00	208.25	1,041.25	
FL Ballard, Jr.	04/16/07	2.00	637.50	1,275.00	
CL Beck	04/16/07	6.30	195.50	1,231.65	
JB Bischoff	04/16/07	.50	403.76	201.88	
JB Bischoff	04/16/07	.50	403.76	201.88	
JM Cody	04/16/07	1.30	165.75	215.48	
KA Crawford	04/16/07	2.00	246.50	493.00	
JM Gray	04/16/07	1.90	246.50	468.35	
KM Jarin	04/16/07	3.50	531.25	1,859.38	
WK Kennedy II	04/16/07	2.00	310.25	620.50	
AR King	04/16/07	1.50	403.75	605.63	
WL Kotzen	04/16/07	1.40	488.75	684.25	
JP McLaughlin	04/16/07	2.00	369.75	739.50	
DD Page	04/16/07	2.50	208.25	520.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	04/16/07	4.90	195.50	957.95	
TD Rethage	04/16/07	2.00	195.50	391.00	
LM Ricker	04/16/07	2.00	488.75	977.50	
AS Ritterband	04/16/07	.60	488.75	293.25	
C Rombeau	04/16/07	4.80	229.50	1,101.60	
LB Schakel	04/16/07	.30	425.00	127.50	
JT Schmidt	04/16/07	4.80	195.50	938.40	
MH Tucker	04/16/07	5.50	195.50	1,075.25	
GL Unterberger	04/16/07	.20	467.50	93.50	
JB Walsh	04/16/07	4.90	446.25	2,186.63	
CL Beck	04/17/07	1.20	195.50	234.60	
JM Cody	04/17/07	3.20	165.75	530.40	
KA Crawford	04/17/07	4.10	246.50	1,010.65	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	04/17/07	5.40	335.75	1,813.05	
JM Itzkowitz	04/17/07	3.30	229.50	757.35	
KM Jarin	04/17/07	1.50	531.25	796.88	
WK Kennedy II	04/17/07	.30	310.27	93.08	
KT Kindig	04/17/07	.60	195.50	117.30	
AR King	04/17/07	1.50	403.75	605.63	
AR King	04/17/07	1.80	403.75	726.75	
S Kies	04/17/07	9.50	263.50	2,503.25	
WL Kotzen	04/17/07	1.70	488.75	830.88	
A Makadon	04/17/07	.20	637.50	127.50	
JP McLaughlin	04/17/07	2.00	369.75	739.50	
DD Page	04/17/07	3.00	208.25	624.75	
ST Park	04/17/07	3.40	195.50	664.70	
TD Rethage	04/17/07	3.00	195.50	586.50	
C Rombeau	04/17/07	3.30	229.50	757.35	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
MG Roshkoff	04/17/07	1.80	344.25	619.65	
JT Schmidt	04/17/07	5.40	195.50	1,055.70	
MH Tucker	04/17/07	5.60	195.50	1,094.80	
JB Walsh	04/17/07	8.20	446.25	3,659.25	
JB Walsh	04/17/07	.50	446.26	223.13	
FL Ballard, Jr.	04/18/07	2.00	637.50	1,275.00	
CL Beck	04/18/07	.30	195.50	58.65	
JB Bischoff	04/18/07	.70	403.76	282.63	
JB Bischoff	04/18/07	.10	403.80	40.38	
JB Bischoff	04/18/07	.40	403.75	161.50	
C Brown	04/18/07	.40	531.25	212.50	
KA Crawford	04/18/07	5.10	246.50	1,257.15	
JC Grugan	04/18/07	9.40	335.75	3,156.05	
JM Itzkowitz	04/18/07	7.50	229.50	1,721.25	
KM Jarin	04/18/07	1.00	531.25	531.25	

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
WK Kennedy II	04/18/07	1.00	310.25	310.25	
AR King	04/18/07	4.80	403.75	1,938.00	
S Kles	04/18/07	2.50	263.50	658.75	
WL Kotzen	04/18/07	3.90	488.75	1,906.13	
A Makadon	04/18/07	3.40	637.50	2,167.50	
KK McCarthy	04/18/07	.50	131.76	65.88	
JP McLaughlin	04/18/07	2.00	369.75	739.50	
DD Page	04/18/07	4.50	208.25	937.13	
ST Park	04/18/07	6.60	195.50	1,290.30	
TD Rehnage	04/18/07	2.90	195.50	566.95	
AS Ritterband	04/18/07	1.30	488.75	635.38	
C Rombeau	04/18/07	6.30	229.50	1,445.85	
MG Roshkoff	04/18/07	2.50	344.25	860.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
BV Sanchez	04/18/07	1.70	246.50	419.05	
M Sklaroff	04/18/07	1.20	595.00	714.00	
MH Tucker	04/18/07	9.60	195.50	1,876.80	
GL Unterberger	04/18/07	.50	467.50	233.75	
JB Walsh	04/18/07	.30	446.27	133.88	
JB Walsh	04/18/07	.50	446.26	223.13	
JB Walsh	04/18/07	4.50	446.25	2,008.13	
JB Walsh	04/18/07	1.50	446.25	669.38	
JB Walsh	04/18/07	.80	446.25	357.00	
FL Ballard, Jr.	04/19/07	1.00	637.50	637.50	
CL Beck	04/19/07	3.70	195.50	723.35	
JB Bischoff	04/19/07	.70	403.76	282.63	
C Brown	04/19/07	.20	531.25	106.25	
KA Crawford	04/19/07	4.70	246.50	1,158.55	
JM Gray	04/19/07	7.40	246.50	1,824.10	

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	04/19/07	9.10	335.75	3,055.33	
JM Itzkowitz	04/19/07	10.50	229.50	2,409.75	
KM Jarin	04/19/07	2.00	531.25	1,062.50	
SJ Kastenberg	04/19/07	1.00	403.75	403.75	
WK Kennedy II	04/19/07	6.30	310.25	1,954.58	
AR King	04/19/07	1.00	403.75	403.75	
WL Kotzen	04/19/07	1.20	488.75	586.50	
JP McLaughlin	04/19/07	6.10	369.75	2,255.48	
DD Page	04/19/07	4.20	208.25	874.65	
ST Park	04/19/07	4.50	195.50	879.75	
BM Pinheiro	04/19/07	1.10	348.50	383.35	
TD Rehnage	04/19/07	4.10	195.50	801.55	
AS Ritterband	04/19/07	4.30	488.75	2,101.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
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RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
C Rombeau	04/19/07	9.70	229.50	2,226.15	
BV Sanchez	04/19/07	.90	246.50	221.85	
JT Schmidt	04/19/07	6.00	195.50	1,173.00	
M Sklaroff	04/19/07	2.40	595.00	1,428.00	
MH Tucker	04/19/07	13.60	195.50	2,658.80	
GL Unterberger	04/19/07	.50	467.50	233.75	
JB Walsh	04/19/07	5.90	446.25	2,632.88	
JB Walsh	04/19/07	1.10	446.25	490.88	
CL Beck	04/20/07	2.00	195.50	391.00	
JM Bernard	04/20/07	.70	573.76	401.63	
JB Bischoff	04/20/07	3.80	403.75	1,534.25	
KA Crawford	04/20/07	5.00	246.50	1,232.50	
JC Grugan	04/20/07	11.60	335.75	3,894.70	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Itzkowitz	04/20/07	12.00	229.50	2,754.00	
KM Jarin	04/20/07	5.00	531.25	2,656.25	
SJ Kastenberg	04/20/07	.70	403.76	282.63	
WK Kennedy II	04/20/07	5.50	310.25	1,706.38	
KT Kindig	04/20/07	5.70	195.50	1,114.35	
AR King	04/20/07	1.00	403.75	403.75	
S Kles	04/20/07	1.20	263.50	316.20	
WL Kotzen	04/20/07	.80	488.75	391.00	
EI Leeds	04/20/07	.20	378.25	75.65	
JB MacDonald II	04/20/07	.80	344.25	275.40	
JP McLaughlin	04/20/07	4.40	369.75	1,626.90	
MT Metzler	04/20/07	3.10	369.75	1,146.23	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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036847
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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
DD Page	04/20/07	2.00	208.25	416.50	
ST Park	04/20/07	3.30	195.50	645.15	
BM Pinheiro	04/20/07	7.10	348.50	2,474.35	
DJ Proctor	04/20/07	.50	170.00	85.00	
TD Rethage	04/20/07	2.00	195.50	391.00	
AS Ritterband	04/20/07	1.60	488.75	782.00	
C Rombeau	04/20/07	8.30	229.50	1,904.85	
MG Roshkoff	04/20/07	1.90	344.25	654.08	
JT Schmidt	04/20/07	5.40	195.50	1,055.70	
M Sklaroff	04/20/07	2.40	595.00	1,428.00	
MH Tucker	04/20/07	5.40	195.50	1,055.70	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
GL Unterberger	04/20/07	1.30	467.50	607.75	
JB Walsh	04/20/07	3.00	446.25	1,338.75	
JB Walsh	04/20/07	2.00	446.25	892.50	
JB Walsh	04/20/07	.50	446.26	223.13	
JB Bischoff	04/21/07	1.80	403.75	726.75	
JC Grugan	04/21/07	9.30	335.75	3,122.48	
KM Jarin	04/21/07	1.00	531.25	531.25	
C Rombeau	04/21/07	4.30	229.50	986.85	
MH Tucker	04/21/07	1.30	195.50	254.15	
GL Unterberger	04/21/07	5.10	467.50	2,384.25	
JB Bischoff	04/22/07	1.40	403.75	565.25	
C Brown	04/22/07	4.00	531.25	2,125.00	
KA Crawford	04/22/07	1.00	246.50	246.50	
JC Grugan	04/22/07	7.80	335.75	2,618.85	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Itzkowitz	04/22/07	3.00	229.50	688.50	
SJ Kastenberg	04/22/07	1.50	403.75	605.63	
WK Kennedy II	04/22/07	.40	310.25	124.10	
DD Page	04/22/07	.60	208.25	124.95	
BM Pinheiro	04/22/07	.20	348.50	69.70	
C Rombeau	04/22/07	7.60	229.50	1,744.20	
JT Schmidt	04/22/07	1.70	195.50	332.35	
M Sklaroff	04/22/07	2.20	595.00	1,309.00	
MH Tucker	04/22/07	1.70	195.50	332.35	
GL Unterberger	04/22/07	.50	467.50	233.75	
JB Walsh	04/22/07	.40	446.25	178.50	
CL Beck	04/23/07	9.30	195.50	1,818.15	
C Brown	04/23/07	1.80	531.25	956.25	
JM Cody	04/23/07	5.50	165.75	911.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KA Crawford	04/23/07	.40	246.50	98.60	
KR Cunningham	04/23/07	2.50	446.25	1,115.63	
JM Gray	04/23/07	2.70	246.50	665.55	
JC Grugan	04/23/07	7.10	335.75	2,383.83	
JM Itzkowitz	04/23/07	5.50	229.50	1,262.25	
KM Jarin	04/23/07	1.00	531.25	531.25	
SJ Kastenberg	04/23/07	.30	403.77	121.13	
WK Kennedy II	04/23/07	2.30	310.25	713.58	
AR King	04/23/07	3.90	403.75	1,574.63	
KK McCarthy	04/23/07	1.90	131.75	250.33	
JP McLaughlin	04/23/07	2.10	369.75	776.48	
MT Metzler	04/23/07	.40	369.75	147.90	
ST Park	04/23/07	3.80	195.50	742.90	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
BM Pinheiro	04/23/07	2.20	348.50	766.70	
TD Rethage	04/23/07	1.50	195.50	293.25	
AS Ritterband	04/23/07	.10	488.80	48.88	
C Rombeau	04/23/07	10.20	229.50	2,340.90	
JT Schmidt	04/23/07	1.30	195.50	254.15	
M Sklaroff	04/23/07	2.80	595.00	1,666.00	
GL Unterberger	04/23/07	.70	467.50	327.25	
JB Walsh	04/23/07	5.50	446.25	2,454.38	
JB Walsh	04/23/07	5.10	446.25	2,275.88	
FL Ballard, Jr.	04/24/07	3.00	637.50	1,912.50	
JB Bischoff	04/24/07	1.60	403.75	646.00	
JM Cody	04/24/07	1.20	165.75	198.90	
KA Crawford	04/24/07	5.00	246.50	1,232.50	
KR Cunningham	04/24/07	2.50	446.25	1,115.63	
JM Gray	04/24/07	.80	246.50	197.20	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	04/24/07	6.80	335.75	2,283.10	
PJ Harvey	04/24/07	2.50	369.75	924.38	
JM Itzkowitz	04/24/07	1.00	229.50	229.50	
KM Jarin	04/24/07	3.00	531.25	1,593.75	
WK Kennedy II	04/24/07	2.80	310.25	868.70	
KT Kindig	04/24/07	.70	195.50	136.85	
AR King	04/24/07	2.80	403.75	1,130.50	
WL Kotzen	04/24/07	1.20	488.75	586.50	
JB MacDonald II	04/24/07	2.80	344.25	963.90	
JP McLaughlin	04/24/07	3.50	369.75	1,294.13	
ST Park	04/24/07	2.80	195.50	547.40	
BM Pinheiro	04/24/07	1.60	348.50	557.60	
TD Rehnage	04/24/07	5.00	195.50	977.50	
AS Ritterband	04/24/07	2.10	488.75	1,026.38	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
MH Tucker	04/24/07	1.70	195.50	332.35	
JB Walsh	04/24/07	5.70	446.25	2,543.63	
JB Walsh	04/24/07	1.40	446.25	624.75	
AJ Angelo	04/25/07	.30	369.77	110.93	
FL Ballard, Jr.	04/25/07	1.00	637.50	637.50	
CL Beck	04/25/07	5.40	195.50	1,055.70	
JM Cody	04/25/07	.80	165.75	132.60	
JM Cody	04/25/07	1.00	165.75	165.75	
KA Crawford	04/25/07	4.00	246.50	986.00	
KR Cunningham	04/25/07	2.80	446.25	1,249.50	
JM Gray	04/25/07	1.10	246.50	271.15	
JC Grugan	04/25/07	3.30	335.75	1,107.98	
KM Jarin	04/25/07	2.00	531.25	1,062.50	
WK Kennedy II	04/25/07	4.00	310.25	1,241.00	
AR King	04/25/07	2.90	403.75	1,170.88	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
VJ Marriott, III	04/25/07	.30	425.00	127.50	
JP McLaughlin	04/25/07	2.00	369.75	739.50	
ST Park	04/25/07	2.30	195.50	449.65	
TD Rethage	04/25/07	3.50	195.50	684.25	
AS Ritterband	04/25/07	.20	488.75	97.75	
JB Walsh	04/25/07	6.10	446.25	2,722.13	
JB Walsh	04/25/07	1.80	446.25	803.25	
JB Walsh	04/25/07	.30	446.27	133.88	
CL Beck	04/26/07	8.40	195.50	1,642.20	
JB Bischoff	04/26/07	1.30	403.75	524.88	
JM Cody	04/26/07	4.60	165.75	762.45	
JM Cody	04/26/07	.20	165.75	33.15	
KA Crawford	04/26/07	3.10	246.50	764.15	
KR Cunningham	04/26/07	1.00	446.25	446.25	
JC Grugan	04/26/07	2.10	335.75	705.08	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding InitiativesINVOICE NO.: 2007073127
03418.00
036847
RELATIONSHIP PARTNER: KM Jarin
MP002
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Itzkowitz	04/26/07	3.60	229.50	826.20	
KM Jarin	04/26/07	1.50	531.25	796.88	
WK Kennedy II	04/26/07	4.80	310.25	1,489.20	
AR King	04/26/07	4.00	403.75	1,615.00	
JP McLaughlin	04/26/07	2.50	369.75	924.38	
MT Metzler	04/26/07	2.60	369.75	961.35	
ST Park	04/26/07	3.10	195.50	606.05	
TD Rethage	04/26/07	1.30	195.50	254.15	
MH Tucker	04/26/07	.20	195.50	39.10	
FL Ballard, Jr.	04/27/07	.70	637.50	446.25	
CL Beck	04/27/07	1.80	195.50	351.90	
JM Cody	04/27/07	.30	165.77	49.73	
KR Cunningham	04/27/07	1.50	446.25	669.38	
JC Grugan	04/27/07	4.80	335.75	1,611.60	
LC Heilman	04/27/07	6.90	208.25	1,436.93	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KM Jarin	04/27/07	1.50	531.25	796.88	
SJ Kastenberg	04/27/07	.30	403.77	121.13	
AR King	04/27/07	2.90	403.75	1,170.88	
A Makadon	04/27/07	2.50	637.50	1,593.75	
JP McLaughlin	04/27/07	3.10	369.75	1,146.23	
ST Park	04/27/07	3.10	195.50	606.05	
JB Walsh	04/27/07	2.00	446.25	892.50	
JB Walsh	04/27/07	2.00	446.25	892.50	
JB Walsh	04/27/07	2.70	446.25	1,204.88	
JC Grugan	04/28/07	3.70	335.75	1,242.28	
SJ Kastenberg	04/28/07	2.50	403.75	1,009.38	
ST Park	04/28/07	1.10	195.50	215.05	
C Brown	04/29/07	1.20	531.25	637.50	
JC Grugan	04/29/07	4.10	335.75	1,376.58	
JM Itzkowitz	04/29/07	4.00	229.50	918.00	
SJ Kastenberg	04/29/07	.80	403.75	323.00	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
VJ Marriott, III	04/29/07	1.00	425.00	425.00	
JT Schmidt	04/29/07	3.20	195.50	625.60	
GL Unterberger	04/29/07	.30	467.50	140.25	
AJ Angelo	04/30/07	.20	369.75	73.95	
CL Beck	04/30/07	.20	195.50	39.10	
C Brown	04/30/07	3.20	531.25	1,700.00	
JM Cody	04/30/07	1.30	165.75	215.48	
KR Cunningham	04/30/07	1.80	446.25	803.25	
BD Doerner	04/30/07	.30	467.50	140.25	
MS Gomez	04/30/07	1.50	229.50	344.25	
JC Grugan	04/30/07	9.70	335.75	3,256.78	
JM Itzkowitz	04/30/07	6.00	229.50	1,377.00	
KM Jarin	04/30/07	1.00	531.25	531.25	
VJ Marriott, III	04/30/07	2.00	425.00	850.00	
JP McLaughlin	04/30/07	2.30	369.75	850.43	
ST Park	04/30/07	3.20	195.50	625.60	
BM Pinheiro	04/30/07	.30	348.50	104.55	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
C Rombeau	04/30/07	.40	229.50	91.80	
JB Walsh	04/30/07	1.40	446.25	624.75	
JB Walsh	04/30/07	5.30	446.25	2,365.13	
JB Walsh	04/30/07	.50	446.26	223.13	
CL Beck	05/01/07	.60	195.50	117.30	
C Brown	05/01/07	4.00	531.25	2,125.00	
JM Cody	05/01/07	2.60	165.75	430.95	
KR Cunningham	05/01/07	1.20	446.25	535.50	
JC Grugan	05/01/07	6.90	335.75	2,316.68	
JM Itzkowitz	05/01/07	6.40	229.50	1,468.80	
SJ Kastenberg	05/01/07	1.50	403.75	605.63	
AR King	05/01/07	3.00	403.75	1,211.25	
ST Park	05/01/07	2.10	195.50	410.55	
BM Pinheiro	05/01/07	.20	348.50	69.70	
C Rombeau	05/01/07	3.70	229.50	849.15	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
MH Tucker	05/01/07	.10	195.50	19.55	
GL Unterberger	05/01/07	.40	467.50	187.00	
JB Walsh	05/01/07	6.10	446.25	2,722.13	
JB Walsh	05/01/07	1.20	446.25	535.50	
FL Ballard, Jr.	05/02/07	7.00	637.50	4,462.50	
JC Grugan	05/02/07	4.80	335.75	1,611.60	
JM Itzkowitz	05/02/07	5.00	229.50	1,147.50	
AR King	05/02/07	8.50	403.75	3,431.88	
ST Park	05/02/07	5.10	195.50	997.05	
DJ Proctor	05/02/07	1.00	170.00	170.00	
JT Schmidt	05/02/07	.40	195.50	78.20	
GL Unterberger	05/02/07	.60	467.50	280.50	
JB Walsh	05/02/07	5.00	446.25	2,231.25	
JB Walsh	05/02/07	1.00	446.25	446.25	
JB Walsh	05/02/07	3.50	446.25	1,561.88	
FL Ballard, Jr.	05/03/07	1.00	637.50	637.50	
JM Cody	05/03/07	3.00	165.75	497.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KR Cunningham	05/03/07	1.00	446.25	446.25	
JC Grugan	05/03/07	6.70	335.75	2,249.53	
SJ Kastenberg	05/03/07	1.40	403.75	565.25	
SJ Kastenberg	05/03/07	.50	403.76	201.88	
AR King	05/03/07	2.00	403.75	807.50	
JP McLaughlin	05/03/07	3.40	369.75	1,257.15	
ST Park	05/03/07	6.50	195.50	1,270.75	
BM Pinheiro	05/03/07	.30	348.50	104.55	
JT Schmidt	05/03/07	5.30	195.50	1,036.15	
GL Unterberger	05/03/07	.30	467.50	140.25	
JB Walsh	05/03/07	1.00	446.25	446.25	
JB Walsh	05/03/07	.30	446.27	133.88	
JB Walsh	05/03/07	1.50	446.25	669.38	
JB Walsh	05/03/07	2.00	446.25	892.50	
JB Walsh	05/03/07	1.30	446.25	580.13	
JM Cody	05/04/07	5.00	165.75	828.75	
JC Grugan	05/04/07	5.10	335.75	1,712.33	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KM Jarin	05/04/07	3.00	531.25	1,593.75	
SJ Kastenber	05/04/07	.30	403.77	121.13	
KT Kindig	05/04/07	4.10	195.50	801.55	
AR King	05/04/07	2.50	403.75	1,009.38	
ST Park	05/04/07	4.80	195.50	938.40	
BM Pinheiro	05/04/07	.30	348.50	104.55	
AS Ritterband	05/04/07	.10	488.80	48.88	
JT Schmidt	05/04/07	7.20	195.50	1,407.60	
JB Walsh	05/04/07	4.30	446.25	1,918.88	
JC Grugan	05/05/07	1.30	335.75	436.48	
SJ Kastenber	05/05/07	.40	403.75	161.50	
JT Schmidt	05/05/07	6.10	195.50	1,192.55	
JM Itzkowitz	05/06/07	5.00	229.50	1,147.50	
ST Park	05/06/07	3.40	195.50	664.70	
JT Schmidt	05/06/07	6.20	195.50	1,212.10	
GL Unterberger	05/06/07	.60	467.50	280.50	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
FL Ballard, Jr.	05/07/07	.70	637.50	446.25	
JB Bischoff	05/07/07	.50	403.76	201.88	
JM Cody	05/07/07	.60	165.75	99.45	
KA Crawford	05/07/07	1.50	246.50	369.75	
KR Cunningham	05/07/07	1.20	446.25	535.50	
MS Gomez	05/07/07	.40	229.50	91.80	
JC Grugan	05/07/07	2.80	335.75	940.10	
JM Itzkowitz	05/07/07	5.00	229.50	1,147.50	
SJ Kastenberg	05/07/07	.30	403.77	121.13	
WK Kennedy II	05/07/07	.50	310.26	155.13	
AR King	05/07/07	3.90	403.75	1,574.63	
JP McLaughlin	05/07/07	3.00	369.75	1,109.25	
DD Page	05/07/07	1.40	208.25	291.55	
ST Park	05/07/07	4.10	195.50	801.55	
BM Pinheiro	05/07/07	.20	348.50	69.70	
AS Ritterband	05/07/07	.90	488.76	439.88	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
C Rombeau	05/07/07	1.20	229.50	275.40	
JT Schmidt	05/07/07	.70	195.50	136.85	
JT Schmidt	05/07/07	4.20	195.50	821.10	
MH Tucker	05/07/07	.10	195.50	19.55	
GL Unterberger	05/07/07	1.80	467.50	841.50	
JB Walsh	05/07/07	4.00	446.25	1,785.00	
JB Walsh	05/07/07	.80	446.25	357.00	
JB Walsh	05/07/07	.50	446.26	223.13	
AJ Angelo	05/08/07	1.20	369.75	443.70	
C Brown	05/08/07	2.00	531.25	1,062.50	
JM Cody	05/08/07	.40	165.75	66.30	
KA Crawford	05/08/07	5.90	246.50	1,454.35	
JC Grugan	05/08/07	6.40	335.75	2,148.80	
JM Itzkowitz	05/08/07	4.40	229.50	1,009.80	
KM Jarin	05/08/07	2.00	531.25	1,062.50	
WK Kennedy II	05/08/07	4.00	310.25	1,241.00	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KT Kindig	05/08/07	6.70	195.50	1,309.85	
AR King	05/08/07	3.00	403.75	1,211.25	
VJ Marriott, III	05/08/07	.50	425.00	212.50	
JP McLaughlin	05/08/07	2.80	369.75	1,035.30	
DD Page	05/08/07	2.00	208.25	416.50	
ST Park	05/08/07	8.70	195.50	1,700.85	
AS Ritterband	05/08/07	.70	488.76	342.13	
C Rombeau	05/08/07	1.20	229.50	275.40	
MH Tucker	05/08/07	.10	195.50	19.55	
GL Unterberger	05/08/07	1.30	467.50	607.75	
JB Walsh	05/08/07	3.80	446.25	1,695.75	
JB Walsh	05/08/07	.20	446.25	89.25	
JB Walsh	05/08/07	1.30	446.25	580.13	
C Brown	05/09/07	4.00	531.25	2,125.00	
JM Cody	05/09/07	2.00	165.75	331.50	
KR Cunningham	05/09/07	.50	446.26	223.13	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	05/09/07	5.30	335.75	1,779.48	
JM Itzkowitz	05/09/07	4.00	229.50	918.00	
WK Kennedy II	05/09/07	.30	310.27	93.08	
AR King	05/09/07	7.00	403.75	2,826.25	
ST Park	05/09/07	6.40	195.50	1,251.20	
BM Pinheiro	05/09/07	1.10	348.50	383.35	
AS Ritterband	05/09/07	1.10	488.75	537.63	
C Rombeau	05/09/07	1.30	229.50	298.35	
MH Tucker	05/09/07	.30	195.50	58.65	
GL Unterberger	05/09/07	.20	467.50	93.50	
JB Walsh	05/09/07	4.80	446.25	2,142.00	
JB Walsh	05/09/07	1.30	446.25	580.13	
JB Walsh	05/09/07	2.30	446.25	1,026.38	
FL Ballard, Jr.	05/10/07	2.50	637.50	1,593.75	
C Brown	05/10/07	.60	531.25	318.75	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KA Crawford	05/10/07	3.00	246.50	739.50	
KR Cunningham	05/10/07	2.00	446.25	892.50	
JM Gray	05/10/07	2.50	246.50	616.25	
JC Grugan	05/10/07	4.30	335.75	1,443.73	
SJ Kastenber	05/10/07	.20	403.75	80.75	
WK Kennedy II	05/10/07	.30	310.27	93.08	
AR King	05/10/07	2.00	403.75	807.50	
DD Page	05/10/07	3.00	208.25	624.75	
ST Park	05/10/07	10.80	195.50	2,111.40	
BM Pinheiro	05/10/07	.90	348.50	313.65	
AS Ritterband	05/10/07	.70	488.76	342.13	
MH Tucker	05/10/07	2.70	195.50	527.85	
GL Unterberger	05/10/07	.90	467.50	420.75	
JB Walsh	05/10/07	7.00	446.25	3,123.75	
JB Walsh	05/10/07	1.40	446.25	624.75	
FL Ballard, Jr.	05/11/07	2.00	637.50	1,275.00	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KA Crawford	05/11/07	1.10	246.50	271.15	
JC Grugan	05/11/07	4.20	335.75	1,410.15	
KM Jarin	05/11/07	1.00	531.25	531.25	
WK Kennedy II	05/11/07	3.00	310.25	930.75	
KT Kindig	05/11/07	7.20	195.50	1,407.60	
JA Leckerman	05/11/07	1.00	289.00	289.00	
JP McLaughlin	05/11/07	1.50	369.75	554.63	
ST Park	05/11/07	4.90	195.50	957.95	
MH Tucker	05/11/07	.50	195.50	97.75	
GL Unterberger	05/11/07	.30	467.50	140.25	
JM Cody	05/14/07	1.00	165.75	165.75	
KA Crawford	05/14/07	1.50	246.50	369.75	
KR Cunningham	05/14/07	2.00	446.25	892.50	
JC Grugan	05/14/07	5.20	335.75	1,745.90	
KM Jarin	05/14/07	1.50	531.25	796.88	
WK Kennedy II	05/14/07	1.20	310.25	372.30	
AR King	05/14/07	5.50	403.75	2,220.63	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JA Leckerman	05/14/07	2.20	289.00	635.80	
JP McLaughlin	05/14/07	2.00	369.75	739.50	
DD Page	05/14/07	.10	208.30	20.83	
ST Park	05/14/07	.50	195.50	97.75	
BM Pinheiro	05/14/07	.30	348.50	104.55	
AS Ritterband	05/14/07	.10	488.80	48.88	
GL Unterberger	05/14/07	1.60	467.50	748.00	
JB Walsh	05/14/07	4.00	446.25	1,785.00	
JB Walsh	05/14/07	2.80	446.25	1,249.50	
JM Cody	05/15/07	1.00	165.75	165.75	
KR Cunningham	05/15/07	3.20	446.25	1,428.00	
MS Gomez	05/15/07	.10	229.50	22.95	
JC Grugan	05/15/07	5.80	335.75	1,947.35	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

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NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
LC Heilman	05/15/07	.30	208.27	62.48	
KM Jarin	05/15/07	2.00	531.25	1,062.50	
WK Kennedy II	05/15/07	.50	310.26	155.13	
AR King	05/15/07	2.00	403.75	807.50	
VJ Marriott, III	05/15/07	1.00	425.00	425.00	
JP McLaughlin	05/15/07	1.60	369.75	591.60	
ST Park	05/15/07	5.30	195.50	1,036.15	
AS Ritterband	05/15/07	.70	488.76	342.13	
GL Unterberger	05/15/07	.50	467.50	233.75	
JB Walsh	05/15/07	7.50	446.25	3,346.88	
JB Walsh	05/15/07	1.50	446.25	669.38	
KR Cunningham	05/16/07	1.20	446.25	535.50	
MS Gomez	05/16/07	3.40	229.50	780.30	
JC Grugan	05/16/07	2.20	335.75	738.65	
WK Kennedy II	05/16/07	2.00	310.25	620.50	
KT Kindig	05/16/07	2.80	195.50	547.40	
AR King	05/16/07	2.50	403.75	1,009.38	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MP002INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
DD Page	05/16/07	2.00	208.25	416.50	
ST Park	05/16/07	10.90	195.50	2,130.95	
AS Ritterband	05/16/07	1.00	488.75	488.75	
MH Tucker	05/16/07	3.20	195.50	625.60	
GL Unterberger	05/16/07	.30	467.50	140.25	
JB Walsh	05/16/07	6.60	446.25	2,945.25	
JB Walsh	05/16/07	2.20	446.25	981.75	
KA Crawford	05/17/07	.80	246.50	197.20	
MS Gomez	05/17/07	2.10	229.50	481.95	
WK Kennedy II	05/17/07	4.00	310.25	1,241.00	
AR King	05/17/07	4.30	403.75	1,736.13	
JA Leckerman	05/17/07	.10	289.00	28.90	
JP McLaughlin	05/17/07	2.00	369.75	739.50	
MT Metzler	05/17/07	3.90	369.75	1,442.03	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
MH Tucker	05/17/07	11.70	195.50	2,287.35	
JB Walsh	05/17/07	1.00	446.25	446.25	
JB Walsh	05/17/07	.30	446.27	133.88	
KR Cunningham	05/18/07	.40	446.25	178.50	
AR King	05/18/07	3.50	403.75	1,413.13	
MT Metzler	05/18/07	.40	369.75	147.90	
MH Tucker	05/18/07	.50	195.50	97.75	
JB Walsh	05/18/07	.20	446.25	89.25	
JB Walsh	05/18/07	.50	446.26	223.13	
MH Tucker	05/19/07	.20	195.50	39.10	
JB Walsh	05/19/07	.50	446.26	223.13	
JB Walsh	05/19/07	.20	446.25	89.25	
MH Tucker	05/20/07	.20	195.50	39.10	

BILLING COORDINATOR: JB Walsh UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007073127
 03418.00
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AJ Angelo	05/21/07	.30	369.77	110.93	
JB Bischoff	05/21/07	1.30	403.75	524.88	
JM Cody	05/21/07	1.00	165.75	165.75	
MS Gomez	05/21/07	1.70	229.50	390.15	
KM Jarin	05/21/07	1.00	531.25	531.25	
AR King	05/21/07	3.90	403.75	1,574.63	
VJ Marriott, III	05/21/07	.40	425.00	170.00	
JP McLaughlin	05/21/07	1.10	369.75	406.73	
DD Page	05/21/07	.20	208.25	41.65	
ST Park	05/21/07	.70	195.50	136.85	
AS Ritterband	05/21/07	.20	488.75	97.75	
C Rombeau	05/21/07	2.70	229.50	619.65	
MH Tucker	05/21/07	.60	195.50	117.30	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
GL Unterberger	05/21/07	.40	467.50	187.00	
JB Walsh	05/21/07	1.50	446.25	669.38	
JB Walsh	05/21/07	.40	446.25	178.50	
CL Beck	05/22/07	1.00	195.50	195.50	
C Brown	05/22/07	1.00	531.25	531.25	
JM Cody	05/22/07	1.00	165.75	165.75	
KA Crawford	05/22/07	1.00	246.50	246.50	
BD Doerner	05/22/07	.70	467.50	327.25	
MS Gomez	05/22/07	1.00	229.50	229.50	
JC Grugan	05/22/07	4.40	335.75	1,477.30	
JM Itzkowitz	05/22/07	1.00	229.50	229.50	
AR King	05/22/07	2.00	403.75	807.50	
WL Kotzen	05/22/07	1.40	488.75	684.25	
JA Leckerman	05/22/07	2.50	289.00	722.50	
JA Leckerman	05/22/07	.80	289.00	231.20	
JP McLaughlin	05/22/07	1.40	369.75	517.65	
MT Metzler	05/22/07	1.50	369.75	554.63	
ST Park	05/22/07	.50	195.50	97.75	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
C Rombeau	05/22/07	1.30	229.50	298.35	
MH Tucker	05/22/07	1.10	195.50	215.05	
GL Unterberger	05/22/07	1.70	467.50	794.75	
JB Walsh	05/22/07	.90	446.26	401.63	
JM Cody	05/23/07	.40	165.75	66.30	
MS Gomez	05/23/07	.20	229.50	45.90	
JC Grugan	05/23/07	3.80	335.75	1,275.85	
AR King	05/23/07	5.00	403.75	2,018.75	
JA Leckerman	05/23/07	2.60	289.00	751.40	
ST Park	05/23/07	.30	195.50	58.65	
JB Walsh	05/23/07	1.40	446.25	624.75	
			<u>2,300.00</u>	<u>740,464.99</u>	

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
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INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
VJ Allen	47.20	276.25	13,039.05
AJ Angelo	2.50	369.76	924.39
FL Ballard, Jr.	61.90	637.50	39,461.25
CL Beck	104.30	195.50	20,390.65
JM Bernard	.70	573.76	401.63
JB Bischoff	25.50	403.75	10,295.70
C Brown	30.20	531.25	16,043.75
JC Carroll	16.60	208.25	3,456.96
JM Cody	45.00	165.75	7,458.79
KA Crawford	69.30	246.50	17,082.45
KR Cunningham	56.50	446.25	25,213.18
BD Doerner	3.00	467.50	1,402.50
MS Gomez	10.40	229.50	2,386.80
JM Gray	32.60	246.50	8,035.90
JC Grugan	163.40	335.75	54,861.62
PJ Harvey	2.50	369.75	924.38
LC Heilman	7.20	208.25	1,499.41
KJ Herrmann	1.80	68.00	122.40
JM Itzkowitz	140.40	229.50	32,221.80
KM Jarin	46.50	531.25	24,703.15
SJ Kastenbergy	21.20	403.75	8,559.56
WK Kennedy II	68.70	310.25	21,314.23
KT Kindig	27.80	195.50	5,434.90
AR King	156.40	403.75	63,146.61
S Kles	53.60	263.50	14,123.60
PB Korb	.50	488.76	244.38
WL Kotzen	46.30	488.75	22,629.18
JA Leckerman	9.20	289.00	2,658.80
EI Leeds	.20	378.25	75.65
JB MacDonald II	3.60	344.25	1,239.30
A Makadon	15.30	637.50	9,753.75
VJ Mariott, III	5.20	425.00	2,210.00
KK McCarthy	33.30	131.75	4,387.29
JP McLaughlin	64.10	369.75	23,701.02
MT Metzler	11.90	369.75	4,400.04
LR Moffa Jr.	3.70	395.25	1,462.43
DD Page	36.40	208.25	7,580.32
ST Park	117.90	195.50	23,049.45
BD Pedrow	.50	403.76	201.88
BM Pinheiro	23.70	348.50	8,259.45
HD Prior	.50	488.76	244.38
DJ Proctor	3.80	170.00	646.00
TD Rethage	35.20	195.50	6,881.60

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
036847 RELATIONSHIP PARTNER: KM Jarlin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	HOURS	RATE	AMOUNT
IW Ricker	2.00	488.75	977.50
AS Ritterband	37.10	488.75	18,132.70
C Rombeau	75.00	229.50	17,212.50
MG Roshkoff	6.20	344.25	2,134.36
BV Sanchez	2.60	246.50	640.90
LB Schakel	1.30	425.00	552.50
JT Schmidt	109.20	195.50	21,348.60
M Sklaroff	19.80	595.00	11,781.00
MH Tucker	161.70	195.50	31,612.35
GL Unterberger	24.60	467.50	11,500.50
JB Walsh	251.00	446.25	112,009.00
DB Webster	3.00	144.50	433.50
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	2,300.00		740,464.99

TOTAL TIME

740,464.99

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	03/01/07	3	18.05	Long Distance Telephone AT&T TeleConference Services on 2/7/07
JB Walsh	03/15/07	87	9.09	Business Meals Travel to Harrisburg for PTC mtg w/DOT - 3/15/07 - B. Walsh - meal
JB Walsh	03/15/07	89	115.91	Travel Expenses Travel to Harrisburg for PTC mtg w/DOT - 3/15/07 - B. Walsh - miles/pkgng/tolls
VJ Allen	03/22/07	61	284.04	Lexis Research
VJ Allen	03/23/07	1	97.20	Duplicating
VJ Allen	03/23/07	1	12.50	Duplicating
JT Schmidt	03/24/07	19	120.66	Westlaw Research
JT Schmidt	03/25/07	19	33.70	Westlaw Research
CL Beck	03/25/07	19	13.03	Westlaw Research
VJ Allen	03/25/07	61	3.02	Lexis Research
VJ Allen	03/25/07	61	1,376.91	Lexis Research
CL Beck	03/26/07	19	35.04	Westlaw Research
JT Schmidt	03/27/07	19	345.49	Westlaw Research
CL Beck	03/27/07	19	27.08	Westlaw Research
VJ Allen	03/27/07	61	24.84	Lexis Research
VJ Allen	03/28/07	61	627.93	Lexis Research
JT Schmidt	03/28/07	19	120.33	Westlaw Research
CL Beck	03/28/07	19	279.09	Westlaw Research
CL Beck	03/29/07	19	11.64	Westlaw Research
A Makadon	03/30/07	87	369.78	Business Meals Meal from 12th Street Catering (Ballard).

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
 036847 RELATIONSHIP PARTNER: KM Jarlin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh		04/02/07	3	1.83	Meeting Subject: "Commonwealth Privatization"
JB Walsh		04/02/07	3	1.83	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JT Schmidt		04/03/07	19	238.01	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JT Schmidt		04/03/07	61	308.44	Westlaw Research
JT Schmidt		04/04/07	19	4.34	Lexis Research
S Kles		04/04/07	19	11.81	Westlaw Research
KK McCarthy		04/05/07	19	435.90	Westlaw Research
JC Carroll		04/05/07	19	192.03	Westlaw Research
JT Schmidt		04/05/07	19	35.40	Westlaw Research
S Kles		04/05/07	19	2.13	Westlaw Research
DJ Proctor		04/05/07	61	33.00	Lexis Research
JT Schmidt		04/05/07	61	567.85	Lexis Research
S Kles		04/05/07	61	32.40	Lexis Research
S Kles		04/05/07	61	31.41	Lexis Research
JT Schmidt		04/06/07	61	291.48	Lexis Research
KK McCarthy		04/06/07	19	174.54	Westlaw Research
KK McCarthy		04/06/07	19	228.30	Westlaw Research
JC Carroll		04/06/07	19	159.33	Westlaw Research
CL Beck		04/06/07	19	331.26	Westlaw Research
JB Bischoff		04/06/07	1	8.20	Duplicating
JB Bischoff		04/06/07	1	1.70	Duplicating

BILLING COORDINATOR: JB Walsh

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh
03418.00
036847
MP002

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Bischoff	04/06/07	1	.20	Duplicating
AR King	04/06/07	1	1.80	Duplicating
AR King	04/06/07	1	.80	Duplicating
AR King	04/06/07	1	82.60	Duplicating
AR King	04/06/07	1	.80	Duplicating
AR King	04/06/07	1	18.80	Duplicating
C Rombeau	04/06/07	1	50.80	Duplicating
C Rombeau	04/06/07	92	3.50	Velobinding
JT Schmidt	04/07/07	61	451.86	Lexis Research
JT Schmidt	04/08/07	61	118.43	Lexis Research
AR King	04/08/07	35	20.98	Delivery Service American Expediting/ Invoice # 258892
AR King	04/09/07	87	232.77	Business Meals Meal from 12th Street Catering (Ballard). Meeting Subject: "PA Transportation Funding Initiatives"
AR King	04/09/07	87	91.32	Business Meals Various invoices 4/6-4/12/07
AR King	04/09/07	3	1.26	Long Distance Telephone [REDACTED]/HARRISBURG, PA
S Kles	04/09/07	61	56.16	Lexis Research
KK McCarthy	04/09/07	19	39.69	Westlaw Research
JM Itzkowitz	04/09/07	19	354.70	Westlaw Research
S Kles	04/09/07	19	72.16	Westlaw Research
JT Schmidt	04/10/07	19	105.36	Westlaw Research
MH Tucker	04/10/07	19	233.75	Westlaw Research
S Kles	04/10/07	61	21.24	Lexis Research
WK Kennedy II	04/10/07	61	26.73	Lexis Research

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
KA Crawford	04/10/07	61	314.55	Lexis Research
KA Crawford	04/11/07	61	102.33	Lexis Research
DD Page	04/11/07	61	30.78	Lexis Research
TD Rethage	04/11/07	61	175.95	Lexis Research
JT Schmidt	04/11/07	61	323.95	Lexis Research
ST Park	04/11/07	19	204.60	Westlaw Research
JT Schmidt	04/11/07	19	112.48	Westlaw Research
MH Tucker	04/11/07	19	153.80	Westlaw Research
S Kles	04/11/07	19	9.23	Westlaw Research
JB Walsh	04/11/07	3	1.70	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh	04/11/07	87	118.82	Business Meals Meal from Tastebuds Market & Catering (BS). Meeting Subject: "Commonwealth of PA"
JB Walsh	04/11/07	1	.70	Duplicating
JB Walsh	04/11/07	1	5.00	Duplicating
JB Walsh	04/11/07	1	.30	Duplicating
JB Walsh	04/11/07	1	.10	Duplicating
DB Webster	04/12/07	19	56.49	Westlaw Research
JT Schmidt	04/12/07	19	35.46	Westlaw Research
MH Tucker	04/12/07	19	173.10	Westlaw Research
CL Beck	04/12/07	19	20.87	Westlaw Research
C Rombeau	04/12/07	19	25.57	Westlaw Research
TD Rethage	04/12/07	61	355.06	Lexis Research

BILLING COORDINATOR: JB Walsh

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
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MP002

INVOICE NO.: 2007073127
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
MH Tucker	04/12/07	61	10.71	Lexis Research
WK Kennedy II	04/12/07	61	96.12	Lexis Research
S Kles	04/13/07	61	242.91	Lexis Research
JT Schmidt	04/13/07	19	17.61	Westlaw Research
MH Tucker	04/13/07	19	70.33	Westlaw Research
WK Kennedy II	04/13/07	87	107.58	Business Meals Meal from 12th Street Catering (Ballard). Meeting Subject: "Turnpike Commission meeting"
WK Kennedy II	04/13/07	3	1.07	Long Distance Telephone [REDACTED] /HARRISBURG, PA
TD Rehdage	04/14/07	61	89.57	Lexis Research
KA Crawford	04/15/07	61	50.76	Lexis Research
DD Page	04/15/07	61	123.12	Lexis Research
KA Crawford	04/16/07	61	260.73	Lexis Research
TD Rehdage	04/16/07	61	103.16	Lexis Research
JT Schmidt	04/16/07	61	771.74	Lexis Research
S Kles	04/16/07	61	309.42	Lexis Research
ST Park	04/16/07	19	288.73	Westlaw Research
JT Schmidt	04/16/07	19	71.73	Westlaw Research
MH Tucker	04/16/07	19	153.54	Westlaw Research
CL Beck	04/16/07	19	19.30	Westlaw Research
C Rombeau	04/16/07	19	20.02	Westlaw Research
DD Page	04/16/07	1	12.60	Duplicating
MH Tucker	04/16/07	1	.70	Duplicating
DD Page	04/17/07	1	.80	Duplicating

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002
 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarlin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
DD Page		04/17/07	1	1.20	Duplicating
DD Page		04/17/07	1	.10	Duplicating
TD Rethage		04/17/07	1	2.50	Duplicating
ST Park		04/17/07	19	32.92	Westlaw Research
JT Schmidt		04/17/07	19	169.58	Westlaw Research
C Rombeau		04/17/07	19	159.01	Westlaw Research
S Kles		04/17/07	19	27.76	Westlaw Research
JC Grugan		04/17/07	19	87.17	Westlaw Research
JC Grugan		04/17/07	19	69.89	Westlaw Research
KA Crawford		04/17/07	61	161.19	Lexis Research
KT Kindig		04/17/07	61	51.39	Lexis Research
TD Rethage		04/17/07	61	266.82	Lexis Research
JT Schmidt		04/17/07	61	279.43	Lexis Research
KT Kindig		04/18/07	61	47.25	Lexis Research
TD Rethage		04/18/07	61	50.79	Lexis Research
JT Schmidt		04/18/07	61	283.44	Lexis Research
ST Park		04/18/07	19	373.12	Westlaw Research
MH Tucker		04/18/07	19	40.95	Westlaw Research
C Rombeau		04/18/07	19	67.78	Westlaw Research
JC Grugan		04/18/07	19	49.36	Westlaw Research
AR King		04/18/07	1	2.20	Duplicating
KA Crawford		04/18/07	1	7.80	Duplicating

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
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 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarlin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
ST Park		04/18/07	1	3.60	Duplicating
C Rombeau		04/18/07	1	1.70	Duplicating
BV Sanchez		04/19/07	1	39.20	Duplicating
ST Park		04/19/07	1	.50	Duplicating
ST Park		04/19/07	1	2.90	Duplicating
JM Itzkowitz		04/19/07	19	1,089.11	Westlaw Research
ST Park		04/19/07	19	32.59	Westlaw Research
JT Schmidt		04/19/07	19	120.72	Westlaw Research
MH Tucker		04/19/07	19	568.14	Westlaw Research
C Rombeau		04/19/07	19	25.57	Westlaw Research
JC Grugan		04/19/07	19	8.05	Westlaw Research
JC Grugan		04/19/07	19	67.16	Westlaw Research
KA Crawford		04/19/07	61	24.12	Lexis Research
DD Page		04/19/07	61	10.80	Lexis Research
KT Kindig		04/19/07	61	420.66	Lexis Research
TD Rethage		04/19/07	61	135.14	Lexis Research
JT Schmidt		04/19/07	61	250.89	Lexis Research
BM Pinheiro		04/19/07	61	5.31	Lexis Research
DD Page		04/20/07	61	5.40	Lexis Research
KT Kindig		04/20/07	61	85.68	Lexis Research
TD Rethage		04/20/07	61	353.80	Lexis Research
JT Schmidt		04/20/07	61	100.75	Lexis Research

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
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03418.00
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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JM Itzkowitz	04/20/07	19	10.29	Westlaw Research
JM Itzkowitz	04/20/07	19	754.84	Westlaw Research
ST Park	04/20/07	19	184.86	Westlaw Research
JT Schmidt	04/20/07	19	37.70	Westlaw Research
MH Tucker	04/20/07	19	163.54	Westlaw Research
C Rombeau	04/20/07	19	26.11	Westlaw Research
JC Grugan	04/20/07	19	170.68	Westlaw Research
CL Beck	04/20/07	19	48.24	Westlaw Research
CL Beck	04/20/07	19	63.68	Westlaw Research
JM Itzkowitz	04/20/07	1	.10	Duplicating
DD Page	04/20/07	1	6.60	Duplicating
DD Page	04/20/07	1	33.00	Duplicating
TD Rethage	04/20/07	1	14.00	Duplicating
TD Rethage	04/20/07	1	4.40	Duplicating
KM Jarin	04/20/07	87	128.29	Business Meals Meal from 12th Street Catering (Ballard). Meeting Subject: "Meeting"
TD Rethage	04/20/07	87	119.64	Business Meals Meal from Pickles Plus Catering (Ballard). Meeting Subject: "Team meeting"
A Accounting	04/20/07	35	10.00	Delivery Service BWA Messengers/ Invoice # 176
C Rombeau	04/21/07	19	41.61	Westlaw Research
JC Grugan	04/21/07	19	403.28	Westlaw Research
JM Itzkowitz	04/22/07	19	125.21	Westlaw Research
MH Tucker	04/22/07	19	56.25	Westlaw Research

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
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 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
C Rombeau		04/22/07	19	88.11	Westlaw Research
JC Grugan		04/22/07	19	363.99	Westlaw Research
JM Itzkowitz		04/23/07	19	328.91	Westlaw Research
ST Park		04/23/07	19	148.54	Westlaw Research
MH Tucker		04/23/07	19	172.20	Westlaw Research
CL Beck		04/23/07	19	5.79	Westlaw Research
C Rombeau		04/23/07	19	180.98	Westlaw Research
JC Grugan		04/23/07	19	145.65	Westlaw Research
TD Rethage		04/23/07	61	184.39	Lexis Research
JB Walsh		04/23/07	1	3.70	Duplicating
GL Unterberger		04/23/07	1	4.30	Duplicating
TD Rethage		04/24/07	61	261.60	Lexis Research
ST Park		04/24/07	19	180.86	Westlaw Research
JC Grugan		04/24/07	19	144.04	Westlaw Research
CL Beck		04/25/07	19	50.18	Westlaw Research
TD Rethage		04/25/07	61	130.71	Lexis Research
KT Kindig		04/26/07	61	72.36	Lexis Research
CL Beck		04/26/07	19	3.86	Westlaw Research
JC Grugan		04/27/07	19	401.17	Westlaw Research
A Accounting		04/27/07	35	20.45	Delivery Service Federal Express / 1 package
A Accounting		04/27/07	35	23.09	Delivery Service Federal Express / 1 package
A Accounting		04/27/07	35	24.62	Delivery Service Federal Express / 1 package

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007073127
 03418.00
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	04/27/07	3	1.39	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh	04/27/07	3	1.30	Long Distance Telephone [REDACTED]/CHICAGO, IL
JC Grugan	04/28/07	19	214.13	Westlaw Research
JM Itzkowitz	04/29/07	19	343.88	Westlaw Research
JT Schmidt	04/29/07	19	101.32	Westlaw Research
JC Grugan	04/29/07	19	141.76	Westlaw Research
JC Grugan	04/30/07	19	459.76	Westlaw Research
JT Schmidt	04/30/07	61	146.12	Lexis Research
VJ Marriott, III	04/30/07	61	366.48	Lexis Research
AR King	04/30/07	89	107.45	Travel Expenses Client related travel & bus dev expenses - 4/30-5/4/07 - A. King
JM Itzkowitz	04/30/07	1	3.80	Duplicating
JB Walsh	05/01/07	1	.50	Duplicating
JB Walsh	05/01/07	1	.30	Duplicating
JB Walsh	05/01/07	3	44.82	Long Distance Telephone AT&T TeleConference Services on 4/3/07
JB Walsh	05/01/07	3	34.58	Long Distance Telephone AT&T TeleConference Services on 4/4/07
JB Walsh	05/01/07	3	26.23	Long Distance Telephone AT&T TeleConference Services on 4/16/07
AR King	05/01/07	3	23.43	Long Distance Telephone AT&T TeleConference Services on 4/18/07
ST Park	05/01/07	19	89.70	Westlaw Research
C Rombeau	05/01/07	19	14.95	Westlaw Research

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
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03418.00
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INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JC Grugan	05/01/07	19	43.52	Westlaw Research
DJ Proctor	05/02/07	19	11.10	Westlaw Research
JM Itzkowitz	05/02/07	19	674.74	Westlaw Research
JC Grugan	05/02/07	19	167.14	Westlaw Research
JB Walsh	05/02/07	89	67.97	Travel Expenses Travel to Harrisburg for mtg - 5/2/07 - JB Walsh - miles/pkg/tolls
JB Walsh	05/03/07	3	4.91	Long Distance Telephone [REDACTED] /HARRISBURG, PA
ST Park	05/03/07	19	23.14	Westlaw Research
JT Schmidt	05/03/07	19	18.88	Westlaw Research
JC Grugan	05/03/07	19	74.94	Westlaw Research
JT Schmidt	05/03/07	61	348.70	Lexis Research
KT Kindig	05/04/07	61	55.53	Lexis Research
JT Schmidt	05/04/07	19	515.78	Westlaw Research
JC Grugan	05/04/07	19	275.23	Westlaw Research
JT Schmidt	05/05/07	19	235.87	Westlaw Research
JC Grugan	05/05/07	19	43.17	Westlaw Research
JT Schmidt	05/05/07	61	81.71	Lexis Research
JT Schmidt	05/06/07	61	126.73	Lexis Research
JM Itzkowitz	05/06/07	19	262.23	Westlaw Research
JT Schmidt	05/06/07	19	117.12	Westlaw Research
JT Schmidt	05/07/07	19	3.86	Westlaw Research
I Smolczyński	05/07/07	3	1.58	Long Distance Telephone [REDACTED] /HARRISBURG, PA
I Smolczyński	05/07/07	3	1.51	Long Distance Telephone [REDACTED] /HARRISBURG, PA

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
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 INVOICE NO.: 2007073127
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	05/07/07	1	13.50	Duplicating
JB Walsh	05/07/07	1	4.50	Duplicating
JB Walsh	05/08/07	1	.70	Duplicating
JB Walsh	05/08/07	1	.40	Duplicating
KR Cunningham	05/08/07	3	1.07	Long Distance Telephone [REDACTED]/HARRISBURG, PA
KM Jarin	05/08/07	3	10.00	Long Distance Telephone*Telephone charges for Feb & March 2007 - K. Jarin
AR King	05/08/07	3	1.51	Long Distance Telephone [REDACTED]/HARRISBURG, PA
WK Kennedy II	05/08/07	87	84.18	Business Meals Meal from 12th Street Catering (Ballard). Meeting Subject: "Turnpike Commission meeting"
ST Park	05/08/07	87	14.04	Business Meals Various May invoices 5/3-5/17/07
JM Itzkowitz	05/08/07	19	67.89	Westlaw Research
JM Itzkowitz	05/08/07	19	143.19	Westlaw Research
DD Page	05/08/07	61	64.08	Lexis Research
KT Kindig	05/08/07	61	100.89	Lexis Research
JM Itzkowitz	05/09/07	19	202.95	Westlaw Research
JM Itzkowitz	05/09/07	19	345.22	Westlaw Research
JC Grugan	05/09/07	19	163.42	Westlaw Research
JB Walsh	05/09/07	89	108.47	Travel Expenses Travel to Harrisburg for mtg - 5/9/07 - B. Walsh
JC Grugan	05/09/07	3	1.39	Long Distance Telephone [REDACTED]/HARRISBURG, PA
DD Page	05/09/07	1	4.50	Duplicating
JB Walsh	05/10/07	1	1.10	Duplicating

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
ST Park		05/10/07	19	111.11	Westlaw Research
JC Grugan		05/10/07	19	39.95	Westlaw Research
JC Grugan		05/10/07	19	18.77	Westlaw Research
KT Kindig		05/11/07	61	29.43	Lexis Research
ST Park		05/11/07	1	7.00	Duplicating
A Accounting		05/11/07	35	15.63	Delivery Service Federal Express [REDACTED] / 1 package
JC Grugan		05/13/07	19	244.73	Westlaw Research
JC Grugan		05/14/07	19	17.88	Westlaw Research
ST Park		05/15/07	19	247.82	Westlaw Research
JC Grugan		05/15/07	19	124.74	Westlaw Research
DB Webster		05/16/07	19	1.71	Westlaw Research
ST Park		05/16/07	19	50.51	Westlaw Research
KA Crawford		05/16/07	61	2.70	Lexis Research
DD Page		05/16/07	61	35.73	Lexis Research
KT Kindig		05/16/07	61	47.25	Lexis Research
MS Gomez		05/16/07	61	324.36	Lexis Research
JB Walsh		05/16/07	3	2.33	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh		05/16/07	1	1.30	Duplicating
AR King		05/17/07	3	1.39	Long Distance Telephone [REDACTED]/HARRISBURG, PA
KA Crawford		05/17/07	61	2.70	Lexis Research
JC Grugan		05/17/07	19	140.04	Westlaw Research
JB Walsh		05/18/07	1	28.90	Duplicating

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	05/22/07	1	27.80	Duplicating
JB Walsh	05/22/07	1	2.30	Duplicating
GL Unterberger	05/22/07	19	18.62	Westlaw Research
JC Grugan	05/22/07	19	107.28	Westlaw Research
DJ Proctor	05/23/07	19	13.95	Westlaw Research
S Kles	05/23/07	3	1.01	Long Distance Telephone 717-851-5949/YORK, PA
			<u>33,246.78</u>	GROSS UNBILLED DISBURSEMENTS

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073127
036847 RELATIONSHIP PARTNER: KM Jarlin
MP002 MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT	TOTAL EXPENSES
1	Duplicating	520.00	
19	Westlaw Research	18,218.08	
3	Long Distance Telephone	184.19	
35	Delivery Service	114.77	
61	Lexis Research	12,530.93	
87	Business Meals	1,275.51	
89	Travel Expenses	399.80	
92	Velobinding	3.50	
			33,246.78

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500
FAX: 215-864-8989

REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007073785
Date: July 23, 2007

Fee Amount	\$184,939.46
Disbursement Amount	<u>\$4,219.75</u>
Total Current Charges	\$189,159.21 ✓
Total Due This Invoice	\$189,159.21
Plus: Unpaid Prior Balance	<u>\$773,711.77</u>
TOTAL AMOUNT DUE	<u>\$962,870.98</u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.

03418.00-036847 (MP002)
JB Walsh

2007073785
July 23, 2007

7/23/2007 - 10:06 AM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
VJ Allen	05/24/07	2.70	276.25	745.88	
JC Grugan	05/24/07	4.20	335.75	1,410.15	
AR King	05/24/07	1.80	403.75	726.75	
JJ Leckertman	05/24/07	3.40	289.00	982.60	
MT Melzler	05/24/07	.50	369.76	184.88	
ST Park	05/24/07	4.60	195.50	899.30	
RJ Towers	05/24/07	.40	403.75	161.50	
VJ Allen	05/25/07	.40	276.25	110.50	
VJ Allen	05/25/07	.60	276.25	165.75	
VJ Allen	05/25/07	.40	276.25	110.50	
JC Grugan	05/25/07	3.30	335.75	1,107.98	
AR King	05/25/07	1.50	403.75	605.63	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JA Leckerman	05/25/07	.60	289.00	173.40	
ST Park	05/25/07	2.30	195.50	449.65	
RJ Towers	05/25/07	.30	403.77	121.13	
JB Walsh	05/25/07	1.50	446.25	669.38	
JB Walsh	05/25/07	2.50	446.25	1,115.63	
JM Itzkowitz	05/26/07	1.60	229.50	367.20	
JM Itzkowitz	05/27/07	1.60	229.50	367.20	
VJ Allen	05/29/07	1.00	276.25	276.25	
FL Ballard, Jr.	05/29/07	2.00	637.50	1,275.00	
KR Cunningham	05/29/07	.40	446.25	178.50	
JC Grugan	05/29/07	7.30	335.75	2,450.98	
JM Itzkowitz	05/29/07	3.90	229.50	895.05	
C Rombeau	05/29/07	.10	229.50	22.95	
RS Uselton	05/29/07	.20	110.50	22.10	
RS Uselton	05/29/07	2.00	110.50	221.00	
FL Ballard, Jr.	05/30/07	1.50	637.50	956.25	
C BROWN	05/30/07	.20	531.25	106.25	
JC Grugan	05/30/07	9.90	335.75	3,323.93	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
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NAME

DATE WORKED

HOURS

RATE

AMOUNT

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jaxin
MATTER BILLING ATTORNEY: JB Walsh

JM Itzkowitz

05/30/07

5.30

229.50

1,216.35

AR King

05/30/07

4.00

403.75

1,615.00

RS Usselton

05/30/07

4.20

110.50

464.10

RS Usselton

05/30/07

.20

110.50

22.10

JB Walsh

05/30/07

6.50

446.25

2,900.63

JB Walsh

05/30/07

1.50

446.25

669.38

FL Ballard, Jr.

05/31/07

1.50

637.50

956.25

JM Cody

05/31/07

.60

165.75

99.45

KR Cunningham

05/31/07

2.10

446.25

937.13

JC Grugan

05/31/07

3.70

335.75

1,242.28

JM Itzkowitz

05/31/07

6.50

229.50

1,491.75

AR King

05/31/07

2.50

403.75

1,009.38

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BILLING COORDINATOR: JB Walsh

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MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JA Leckerman	05/31/07	.40	289.00	115.60	
RS Uselton	05/31/07	2.60	110.50	287.30	
RS Uselton	05/31/07	1.70	110.50	187.85	
JB Walsh	05/31/07	5.30	446.25	2,365.13	
JB Walsh	05/31/07	2.20	446.25	981.75	
PL Ballard, Jr.	06/01/07	1.50	637.50	956.25	
JM Cody	06/01/07	.30	165.77	49.73	
KR Cunningham	06/01/07	.60	446.25	267.75	
JC Grugan	06/01/07	.70	335.76	235.03	
AR King	06/01/07	3.50	403.75	1,413.13	
VJ Mariotto, III	06/01/07	.30	425.00	127.50	
MH Tucker	06/01/07	.10	195.50	19.55	
RS Uselton	06/01/07	.50	110.50	55.25	
JB Walsh	06/01/07	1.20	446.25	535.50	
JB Walsh	06/01/07	4.30	446.25	1,918.88	
JC Grugan	06/03/07	.80	335.75	268.60	

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BILLING COORDINATOR: JB Walsh

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Itzkowitz	06/03/07	1.90	229.50	436.05	
FL Ballard, Jr.	06/04/07	1.00	637.50	637.50	
JC Grugan	06/04/07	1.10	335.75	369.33	
JM Itzkowitz	06/04/07	4.50	229.50	1,032.75	
AR King	06/04/07	1.00	403.75	403.75	
JB Walsh	06/04/07	.80	446.25	357.00	
JB Walsh	06/04/07	4.60	446.25	2,052.75	
FL Ballard, Jr.	06/05/07	3.00	637.50	1,912.50	
KR Cunningham	06/05/07	2.30	446.25	1,026.38	
JM Itzkowitz	06/05/07	3.50	229.50	803.25	
AR King	06/05/07	1.80	403.75	726.75	
WL Kotzen	06/05/07	.40	488.75	195.50	
ST Park	06/05/07	2.40	195.50	469.20	
AS Riltterband	06/05/07	.20	488.75	97.75	
MH Tucker	06/05/07	.10	195.50	19.55	
JB Walsh	06/05/07	3.50	446.25	1,561.88	
JB Walsh	06/05/07	1.50	446.25	669.38	
FL Ballard, Jr.	06/06/07	4.00	637.50	2,550.00	
KR Cunningham	06/06/07	.60	446.25	267.75	
JM Itzkowitz	06/06/07	10.90	229.50	2,501.55	

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MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	06/06/07	1.00	403.75	403.75	
ST Park	06/06/07	1.40	195.50	273.70	
AS Ritterband	06/06/07	.70	488.76	342.13	
JB Walsh	06/06/07	4.20	446.25	1,874.25	
FL Ballard, Jr.	06/07/07	1.50	637.50	956.25	
KR Cunningham	06/07/07	1.00	446.25	446.25	
JM Itzkowitz	06/07/07	2.00	229.50	459.00	
AR King	06/07/07	4.50	403.75	1,816.88	
ST Park	06/07/07	6.90	195.50	1,348.95	
AS Ritterband	06/07/07	.90	488.76	439.88	
JB Walsh	06/07/07	3.30	446.25	1,472.63	
JB Walsh	06/07/07	.90	446.26	401.63	
AR King	06/08/07	3.80	403.75	1,534.25	
A Makadon	06/08/07	1.00	637.50	637.50	
ST Park	06/08/07	.90	195.50	175.95	
JB Walsh	06/08/07	2.30	446.25	1,026.38	
JB Walsh	06/08/07	.40	446.25	178.50	
JB Walsh	06/08/07	1.50	446.25	669.38	

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RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	06/10/07	3.80	403.75	1,534.25	
CL Beck	06/11/07	3.60	195.50	703.80	
JM Cody	06/11/07	1.30	165.75	215.48	
SK Kazmi	06/11/07	2.70	110.50	298.35	
AR King	06/11/07	3.00	403.75	1,211.25	
ST Park	06/11/07	2.70	195.50	527.85	
JS Satinsky	06/11/07	2.90	110.50	320.45	
PL Ballard, Jr.	06/12/07	.70	637.50	446.25	
JC Grugan	06/12/07	.70	335.76	235.03	
JM Itzkowitz	06/12/07	4.00	229.50	918.00	
AR King	06/12/07	2.00	403.75	807.50	
MH Tucker	06/12/07	3.50	195.50	684.25	
JB Walsh	06/12/07	3.40	446.25	1,517.25	
JB Walsh	06/12/07	.80	446.25	357.00	
KR Cunningham	06/13/07	2.00	446.25	892.50	
JC Grugan	06/13/07	1.90	335.75	637.93	

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BILLING COORDINATOR: JB Walsh

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	06/13/07	3.00	403.75	1,211.25	
S Kles	06/13/07	1.20	263.50	316.20	
ST Park	06/13/07	2.70	195.50	527.85	
GL Unterberger	06/13/07	.50	467.50	233.75	
RS Useton	06/13/07	2.60	110.50	287.30	
JB Walsh	06/13/07	3.60	446.25	1,606.50	
JB Walsh	06/13/07	2.00	446.25	892.50	
JB Walsh	06/13/07	2.40	446.25	1,071.00	
FL Ballard, Jr.	06/14/07	1.00	637.50	637.50	
JM Cody	06/14/07	.70	165.76	116.03	
KR Cunningham	06/14/07	1.10	446.25	490.88	
JC Grugan	06/14/07	3.70	335.75	1,242.28	
JM Itzkowitz	06/14/07	4.00	229.50	918.00	
AR King	06/14/07	3.80	403.75	1,534.25	
ST Park	06/14/07	4.60	195.50	899.30	
JB Walsh	06/14/07	5.60	446.25	2,499.00	

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	06/14/07	1.60	446.25	714.00	
JB Walsh	06/14/07	.50	446.25	223.13	
FL Ballard, Jr.	06/15/07	3.00	637.50	1,912.50	
KR Cunningham	06/15/07	2.00	446.25	892.50	
AR King	06/15/07	3.40	403.75	1,372.75	
ST Park	06/15/07	8.70	195.50	1,700.85	
JB Walsh	06/15/07	.50	446.26	223.13	
JB Walsh	06/15/07	2.20	446.25	981.75	
JB Walsh	06/15/07	3.80	446.25	1,695.75	
KR Cunningham	06/16/07	7.40	446.25	3,302.25	
AR King	06/16/07	1.00	403.75	403.75	
ST Park	06/16/07	6.80	195.50	1,329.40	
JB Walsh	06/16/07	8.30	446.25	3,703.88	
KR Cunningham	06/17/07	5.50	446.25	2,454.38	
JM Itzkowitz	06/17/07	1.00	229.50	229.50	
AR King	06/17/07	2.80	403.75	1,130.50	

BILLING COORDINATOR: JB Walsh

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INVOICE NO.: 2007073785
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	06/17/07	4.70	195.50	918.85	
JB Walsh	06/17/07	2.20	446.25	981.75	
JB Walsh	06/17/07	1.10	446.25	490.88	
KR Cunningham	06/18/07	.40	446.25	178.50	
JC Grugan	06/18/07	2.90	335.75	973.68	
AR King	06/18/07	1.00	403.75	403.75	
ST Park	06/18/07	1.90	195.50	371.45	
JB Walsh	06/18/07	1.00	446.25	446.25	
JB Walsh	06/18/07	.50	446.26	223.13	
JC Grugan	06/19/07	2.80	335.75	940.10	
AR King	06/19/07	1.20	403.75	484.50	
ST Park	06/19/07	3.60	195.50	703.80	
JB Walsh	06/19/07	1.00	446.25	446.25	
PL Ballard, Jr.	06/20/07	1.50	637.50	956.25	
JM Cody	06/20/07	1.10	165.75	182.33	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KR Cunningham	06/20/07	4.30	446.25	1,918.88	
JC Grugan	06/20/07	3.40	335.75	1,141.55	
AR King	06/20/07	2.00	403.75	807.50	
ST Park	06/20/07	6.30	195.50	1,231.65	
JB Walsh	06/20/07	2.00	446.25	892.50	
JB Walsh	06/20/07	2.00	446.25	892.50	
KR Cunningham	06/21/07	6.20	446.25	2,766.75	
JC Grugan	06/21/07	7.80	335.75	2,618.85	
AR King	06/21/07	6.00	403.75	2,422.50	
ST Park	06/21/07	3.20	195.50	625.60	
JB Walsh	06/21/07	4.00	446.25	1,785.00	
JB Walsh	06/21/07	1.50	446.25	669.38	
JC Grugan	06/22/07	3.30	335.75	1,107.98	
ST Park	06/22/07	4.20	195.50	821.10	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 INVOICE NO.: 2007073785
 RELATIONSHIP PARTNER: KM Jarlin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	06/22/07	1.50	446.25	669.38	
JB Walsh	06/22/07	3.60	446.25	1,606.50	
KR Cunningham	06/25/07	3.90	446.25	1,740.38	
AR King	06/25/07	1.80	403.75	726.75	
ST Park	06/25/07	2.10	195.50	410.55	
JB Walsh	06/25/07	.50	446.26	223.13	
JB Walsh	06/25/07	6.50	446.25	2,900.63	
JB Walsh	06/25/07	1.50	446.25	669.38	
ST Park	06/26/07	3.10	195.50	606.05	
JB Walsh	06/26/07	2.00	446.25	892.50	
Fl Ballard, Jr.	06/27/07	4.00	637.50	2,550.00	
KR Cunningham	06/27/07	3.10	446.25	1,383.38	
JC Grugan	06/27/07	.20	335.75	67.15	
AR King	06/27/07	1.00	403.75	403.75	
ST Park	06/27/07	6.90	195.50	1,348.95	
JB Walsh	06/27/07	1.50	446.25	669.38	
JB Walsh	06/27/07	1.90	446.25	847.88	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

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MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	06/27/07	4.00	446.25	1,785.00	
FL Ballard, Jr.	06/28/07	4.00	637.50	2,550.00	
KR Cunningham	06/28/07	3.20	446.25	1,428.00	
JC Grugan	06/28/07	1.20	335.75	402.90	
AR King	06/28/07	3.80	403.75	1,534.25	
ST Park	06/28/07	7.10	195.50	1,388.05	
RS Usellon	06/28/07	.80	110.50	88.40	
JB Walsh	06/28/07	4.50	446.25	2,008.13	
JB Walsh	06/28/07	3.10	446.25	1,383.38	
KR Cunningham	06/29/07	.80	446.25	357.00	
ST Park	06/29/07	.90	195.50	175.95	
JB Walsh	06/29/07	3.80	446.25	1,695.75	
JB Walsh	06/29/07	1.80	446.25	803.25	
				<u>521.80</u>	<u>184,939.46</u>

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarrin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
VJ Allen	5.10	276.25	1,408.88
FL Ballard, Jr.	30.20	637.50	19,252.50
CL Beck	3.60	195.50	703.80
C Brown	.20	531.25	106.25
JM Cody	4.00	165.76	663.02
KR Cunningham	46.90	446.25	20,929.16
JC Grugan	58.90	335.75	19,775.73
JM Itzkowitz	50.70	229.50	11,635.65
SK Kazmi	2.70	110.50	298.35
AR King	65.00	403.75	26,243.77
S Kles	1.20	263.50	316.20
WL Kotzen	.40	488.75	195.50
JA Leckerman	4.40	289.00	1,271.60
A Makadon	1.00	637.50	637.50
VJ Marriot, III	.30	425.00	127.50
MT Metzler	.50	369.76	184.88
ST Park	88.00	195.50	17,204.00
AS Ritterband	1.80	488.76	879.76
C Rombeau	.10	229.50	22.95
JS Sactinsky	2.90	110.50	320.45
RJ Towers	.70	403.76	282.63
MH Tucker	3.70	195.50	723.35
GL Unterberger	.50	467.50	233.75
RS Useilton	14.80	110.50	1,635.40
JB Walsh	134.20	446.25	59,886.88
TOTAL TIME	521.80		184,939.46

TOTAL TIME

184,939.46

BILLING COORDINATOR: JB Walsh

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RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JC Grugan	05/24/07	19	96.40	Westlaw Research
JC Grugan	05/25/07	19	7.08	Westlaw Research
JM Itzkowitz	05/26/07	19	259.00	Westlaw Research
JM Itzkowitz	05/27/07	19	181.53	Westlaw Research
JM Itzkowitz	05/29/07	19	472.39	Westlaw Research
JC Grugan	05/29/07	19	1.60	Westlaw Research
JM Itzkowitz	05/30/07	19	584.24	Westlaw Research
JC Grugan	05/30/07	19	114.84	Westlaw Research
JM Itzkowitz	05/31/07	19	397.06	Westlaw Research
JC Grugan	05/31/07	19	2.92	Westlaw Research
JB Walsh	05/31/07	1	13.50	Duplicating 135 copies
JB Walsh	05/31/07	1	.60	Duplicating 6 copies
JB Walsh	06/01/07	3	32.35	Long Distance Telephone AT&T TeleConference Services 5/10/07
JM Itzkowitz	06/03/07	19	74.95	Westlaw Research
JB Walsh	06/04/07	1	.50	Duplicating 5 copies
ST Park	06/05/07	1	10.80	Duplicating 108 copies
RS Uselton	06/05/07	19	4.34	Westlaw Research
JM Itzkowitz	06/06/07	19	283.56	Westlaw Research
JB Walsh	06/06/07	1	2.90	Duplicating 29 copies
JM Itzkowitz	06/07/07	1	.20	Duplicating 2 copies
JM Itzkowitz	06/07/07	19	124.35	Westlaw Research

BILLING COORDINATOR: JB Walsh

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CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
MH Tucker	06/12/07	19	128.38	Westlaw Research
ST Park	06/13/07	19	12.28	Westlaw Research
JB Walsh	06/13/07	3	1.26	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh	06/13/07	1	34.40	Duplicating 344 copies
JB Walsh	06/13/07	1	2.30	Duplicating 23 copies
ST Park	06/13/07	1	4.90	Duplicating 49 copies
JB Walsh	06/14/07	1	.30	Duplicating 3 copies
JB Walsh	06/14/07	1	1.80	Duplicating 18 copies
JB Walsh	06/14/07	1	8.70	Duplicating 87 copies
ST Park	06/14/07	19	87.68	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JC Grugan	06/14/07	19	19.84	Westlaw Research
ST Park	06/15/07	19	260.62	Westlaw Research
JB Walsh	06/15/07	3	3.09	Long Distance Telephone [REDACTED]/HARRISBURG, PA
AR King	06/15/07	35	227.17	Delivery Service LaserShip/ Invoice # 71510570615
ST Park	06/15/07	89	28.50	Travel Expenses Parking - 6/15 - S. Park
JB Walsh	06/15/07	1	2.70	Duplicating 27 copies
JB Walsh	06/15/07	1	2.70	Duplicating 27 copies
JB Walsh	06/15/07	1	.20	Duplicating 2 copies
JB Walsh	06/15/07	1	21.50	Duplicating 215 copies
JB Walsh	06/15/07	1	8.00	Duplicating 80 copies
ST Park	06/16/07	1	7.50	Duplicating 75 copies

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073785
 036847 RELATIONSHIP PARTNER: KM Jartin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
ST Park	06/16/07	1	12.80	Duplicating 128 copies
ST Park	06/16/07	19	17.59	Westlaw Research
ST Park	06/17/07	19	8.49	Westlaw Research
ST Park	06/17/07	1	4.80	Duplicating 48 copies
ST Park	06/17/07	1	8.00	Duplicating 80 copies
ST Park	06/17/07	1	6.50	Duplicating 65 copies
JB Walsh	06/18/07	1	1.60	Duplicating 16 copies
JB Walsh	06/19/07	1	6.60	Duplicating 66 copies
JC Grugan	06/19/07	19	35.30	Westlaw Research
ST Park	06/20/07	19	66.57	Westlaw Research
JC Grugan	06/21/07	19	90.02	Westlaw Research
JB Walsh	06/21/07	3	1.05	Long Distance Telephone [REDACTED] / PRINCETON, NJ
JB Walsh	06/21/07	1	.30	Duplicating 3 copies
JB Walsh	06/21/07	1	9.70	Duplicating 97 copies
JB Walsh	06/21/07	1	.30	Duplicating 3 copies
JB Walsh	06/21/07	1	1.20	Duplicating 12 copies
ST Park	06/21/07	1	7.50	Duplicating 75 copies
ST Park	06/22/07	1	10.50	Duplicating 105 copies
A Accounting	06/22/07	35	12.60	Delivery Service Federal Express [REDACTED] / 1 package
A Accounting	06/22/07	35	8.63	Delivery Service Federal Express [REDACTED] / 1 package
ST Park	06/22/07	19	8.20	Westlaw Research
JC Grugan	06/22/07	19	152.32	Westlaw Research

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007073785
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
ST Park	06/25/07	19	36.88	Westlaw Research
JB Walsh	06/25/07	3	1.01	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh	06/25/07	1	.30	Duplicating 3 copies
JB Walsh	06/25/07	1	2.40	Duplicating 24 copies
JB Walsh	06/25/07	1	2.40	Duplicating 24 copies
JB Walsh	06/25/07	1	2.40	Duplicating 24 copies
JB Walsh	06/25/07	1	2.40	Duplicating 24 copies
JB Walsh	06/25/07	1	3.20	Duplicating 32 copies
JB Walsh	06/25/07	1	2.30	Duplicating 23 copies
JB Walsh	06/25/07	1	.10	Duplicating 1 copy
JB Walsh	06/25/07	1	1.10	Duplicating 11 copies
JB Walsh	06/25/07	1	.30	Duplicating 3 copies
ST Park	06/25/07	1	2.60	Duplicating 26 copies
ST Park	06/26/07	19	16.41	Westlaw Research
ST Park	06/27/07	19	54.97	Westlaw Research
JB Walsh	06/27/07	3	2.52	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JB Walsh	06/27/07	1	8.80	Duplicating 88 copies
ST Park	06/27/07	1	6.00	Duplicating 60 copies
JC Grugan	06/28/07	19	71.53	Westlaw Research
JB Walsh	06/29/07	1	1.50	Duplicating 15 copies

4,219.75

GROSS UNBILLED DISBURSEMENTS

7/23/2007 - 10:06 AM

MASTER WORK IN PROCESS REPORT

PAGE 19

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002
INVOICE NO.: 2007073785
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	226.70
19	Westlaw Research	3,671.34
3	Long Distance Telephone	44.81
35	Delivery Service	248.40
89	Travel Expenses	28.50
TOTAL EXPENSES		4,219.75

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-664-8999

Invoice Date: August 8, 2007
Invoice No.: 2007080665

Commonwealth of PA
Dept. of Transportation

AUG 13 2007

Office of Chief Counsel

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative, from July 2 (with one time entry for June 26th) through July 31, 2007 including: finalizing memorandum concerning the constitutional implications of various leasing arrangements for the Pennsylvania Turnpike; review of various drafts of legislation and amendments; review of documents covering outstanding Pennsylvania Turnpike Commission bonds; review of and analysis of Act 44. including analysis of deadlines and lease rental payments; conference calls and meetings with members of the Governor's staff, the Pennsylvania Department of Transportation, Pennsylvania Turnpike Commission and counsel for the foregoing; and attendance at a meeting with representatives of the Governor's Office, the Pennsylvania Department of Transportation and the Pennsylvania Turnpike Commission in Harrisburg. The fees are calculated based on a 15% discount of our standard hourly rates.

Total Fees

\$46,714.41

DISBURSEMENTS

Duplicating
Westlaw Research
Long Distance Telephone
Delivery Service
Lexis Research

313.60
82.56
100.14
256.25
71.01

Total Disbursements

\$823.56

Total Current Charges

\$47,537.97

Total Due This Invoice

\$47,537.97

Plus: Unpaid Prior Balance

\$962,870.98

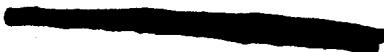
TOTAL AMOUNT DUE

\$1,010,408.95

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7598

215-665-8500
FAX: 215-664-8999



REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007080665
Date: August 8, 2007

Fee Amount	
Disbursement Amount	\$46,714.41
	<u>\$823.56</u>
Total Current Charges	\$47,537.97
Total Due This Invoice	\$47,537.97
Plus: Unpaid Prior Balance	<u>\$962,870.98</u>
TOTAL AMOUNT DUE	<u>\$1,010,408.95</u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.

03418.00-036847 (MP002)
JB Walsh

2007080665
August 8, 2007

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007080665
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	06/26/07	.80	403.75	323.00	
FL Ballard, Jr.	07/02/07	1.00	637.50	637.50	
KR Cunningham	07/02/07	.60	446.25	267.75	
ST Park	07/02/07	2.10	195.50	410.55	
JT Schmidt	07/02/07	4.20	195.50	821.10	
JB Walsh	07/02/07	2.00	446.25	892.50	
JB Walsh	07/02/07	3.00	446.25	1,338.75	
ST Park	07/03/07	.40	195.50	78.20	
JB Walsh	07/03/07	.60	446.25	267.75	
JB Walsh	07/03/07	.60	446.25	267.75	
JC Grugan	07/05/07	2.40	340.00	816.00	
JB Walsh	07/05/07	.20	446.25	89.25	
JB Walsh	07/05/07	2.00	446.25	892.50	
JC Grugan	07/06/07	3.30	340.00	1,122.00	
FL Ballard, Jr.	07/10/07	.70	637.50	446.25	
JB Walsh	07/10/07	.30	446.27	133.88	
AR King	07/11/07	1.00	403.75	403.75	
FL Ballard, Jr.	07/12/07	1.50	637.50	956.25	
KR Cunningham	07/12/07	.80	446.25	357.00	

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002
INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	06/26/07	.80	403.75	323.00	
FL Ballard, Jr.	07/02/07	1.00	637.50	637.50	
KR Cunningham	07/02/07	.60	446.25	267.75	
ST Park	07/02/07	2.10	195.50	410.55	
JT Schmidt	07/02/07	4.20	195.50	821.10	
JB Walsh	07/02/07	2.00	446.25	892.50	
JB Walsh	07/02/07	3.00	446.25	1,338.75	
ST Park	07/03/07	.40	195.50	78.20	
JB Walsh	07/03/07	.60	446.25	267.75	
JB Walsh	07/03/07	.60	446.25	267.75	
JC Grugan	07/05/07	2.40	340.00	816.00	
JB-Walsh	07/05/07	.20	446.25	89.25	
JB Walsh	07/05/07	2.00	446.25	892.50	
JC Grugan	07/06/07	3.30	340.00	1,122.00	
FL Ballard, Jr.	07/10/07	.70	637.50	446.25	
JB Walsh	07/10/07	.30	446.27	133.88	
AR King	07/11/07	1.00	403.75	403.75	
FL Ballard, Jr.	07/12/07	1.50	637.50	956.25	
KR Cunningham	07/12/07	.80	446.25	357.00	

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

03418.00
036847
MP002

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	05/26/07	.80	403.75	323.00	
FL Ballard, Jr.	07/02/07	1.00	637.50	637.50	
KR Cunningham	07/02/07	.60	446.25	267.75	
ST Park	07/02/07	2.10	195.50	410.55	
JT Schmidt	07/02/07	4.20	195.50	821.10	
JB Walsh	07/02/07	2.00	446.25	892.50	
JB Walsh	07/02/07	3.00	446.25	1,338.75	
ST Park	07/03/07	.40	195.50	78.20	
JB Walsh	07/03/07	.60	446.25	267.75	
JB Walsh	07/03/07	.60	446.25	267.75	
JC Grugan	07/05/07	2.40	340.00	816.00	
JB Walsh	07/05/07	.20	446.25	89.25	
JB Walsh	07/05/07	2.00	446.25	892.50	
JC Grugan	07/06/07	3.30	340.00	1,122.00	
FL Ballard, Jr.	07/10/07	.70	637.50	446.25	
JB Walsh	07/10/07	.30	446.27	133.88	
AR King	07/11/07	1.00	403.75	403.75	
FL Ballard, Jr.	07/12/07	1.50	637.50	956.25	
KR Cunningham	07/12/07	.80	446.25	357.00	

8/7/2007 - 4:40 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

03418.00
036847
MP002

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	07/12/07	2.00	403.75	807.50	
ST Park	07/12/07	.70	195.50	136.85	
JB Walsh	07/12/07	1.60	446.25	714.00	
JB Walsh	07/12/07	.50	446.26	223.13	
KR Cunningham	07/13/07	2.20	446.25	981.75	
AR King	07/13/07	2.00	403.75	807.50	
JB Walsh	07/13/07	.70	446.26	312.38	
KR Cunningham	07/16/07	2.60	446.25	1,160.25	
ST Park	07/16/07	4.50	195.50	879.75	
JB WALSH	07/16/07	3.20	446.25	1,428.00	
AR King	07/17/07	1.50	403.75	605.63	
JB Walsh	07/17/07	1.00	446.25	446.25	
JB Walsh	07/17/07	.60	446.25	267.75	
JB Walsh	07/17/07	1.00	446.25	446.25	
JB Walsh	07/17/07	1.50	446.25	669.38	
KR Cunningham	07/18/07	.40	446.25	178.50	

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

03418.00
036847
MP002

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	07/18/07	1.50	403.75	605.63	
ST Park	07/18/07	.30	195.50	58.65	
JB Walsh	07/18/07	2.80	446.25	1,249.50	
JB Walsh	07/18/07	.50	446.26	223.13	
AR King	07/19/07	1.80	403.75	726.75	
ST Park	07/19/07	1.90	195.50	371.45	
JB Walsh	07/19/07	1.20	446.25	535.50	
JB Walsh	07/19/07	.80	446.25	357.00	
JB Walsh	07/19/07	2.80	446.25	1,249.50	
FL Ballard, Jr.	07/20/07	6.00	637.50	3,825.00	
KR Cunningham	07/20/07	.30	446.27	133.88	
ST Park	07/20/07	1.90	195.50	371.45	
JB Walsh	07/20/07	.30	446.27	133.88	
JB Walsh	07/20/07	.60	446.25	267.75	
FL Ballard, Jr.	07/23/07	1.00	637.50	637.50	
JM Cody	07/23/07	.40	165.75	66.30	
JB Walsh	07/23/07	2.60	446.25	1,160.25	
KR Cunningham	07/24/07	.30	446.27	133.88	

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

03418.00
036847
MP002

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	07/24/07	1.20	403.75	484.50	
JB Walsh	07/24/07	.70	446.26	312.38	
FL Ballard, Jr.	07/25/07	.50	637.50	318.75	
KR Cunningham	07/25/07	.40	446.25	178.50	
AR King	07/25/07	.30	403.77	121.13	
JB Walsh	07/25/07	.70	446.26	312.38	
FL Ballard, Jr.	07/26/07	.50	637.50	318.75	
AR King	07/26/07	1.50	403.75	605.63	
JB Walsh	07/26/07	.50	446.26	223.13	
FL Ballard, Jr.	07/27/07	.70	637.50	446.25	
AR King	07/27/07	.70	403.76	282.63	
ST Park	07/27/07	.70	195.50	136.85	
JB Walsh	07/27/07	.50	446.26	223.13	
JB Walsh	07/27/07	.20	446.25	89.25	
KM Jarin	07/30/07	.50	531.26	265.63	
AR King	07/30/07	2.50	403.75	1,009.38	

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	07/30/07	.30	195.50	58.65	
JB Walsh	07/30/07	.70	446.26	312.38	
JB Walsh	07/30/07	1.20	446.25	535.50	
JC Grugan	07/31/07	3.30	340.00	1,122.00	
AR King	07/31/07	7.00	403.75	2,826.25	
JB Walsh	07/31/07	5.50	446.25	2,454.38	
JB Walsh	07/31/07	3.10	446.25	1,383.38	
		<u>113.70</u>		<u>46,714.41</u>	

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
FL Ballard, Jr.	11.90	637.50	7,586.25
JM Cody	.40	165.75	66.30
KR Cunningham	7.60	446.25	3,391.51
JC Grugan	9.00	340.00	3,060.00
KM Jarin	.50	531.26	265.63
AR King	23.80	403.75	9,609.28
ST Park	12.80	195.50	2,502.40
JT Schmidt	4.20	195.50	821.10
JB Walsh	43.50	446.25	19,411.94
	113.70		46,714.41

TOTAL TIME 46,714.41

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007080665
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
KM Jarin	05/01/07	3	21.00	Long Distance Telephone - 5/07-6/07 - K. Jarin
WK Kennedy II	05/16/07	61	32.13	Lexis Research
WK Kennedy II	05/17/07	61	8.64	Lexis Research
JB Walsh	06/01/07	3	23.60	Long Distance Telephone AT&T TeleConference Services on 5/14/07
JB Walsh	06/01/07	3	17.44	Long Distance Telephone AT&T TeleConference Services on 5/30/07
AR King	06/11/07	35	227.17	Delivery Service Lasership / Invoice #
JB Walsh	06/29/07	3	1.32	Long Distance Telephone
JB Walsh	07/01/07	3	33.95	Long Distance Telephone AT&T TeleConference 6/17/07
JB Walsh	07/02/07	3	1.07	Long Distance Telephone
JB Walsh	07/02/07	1	58.20	Duplicating 582 copies
JB Walsh	07/03/07	3	1.76	Long Distance Telephone
JC Grugan	07/13/07	1	48.10	Duplicating-481-copies
A ACCOUNTING				
ST Park	07/13/07	35	22.41	Delivery Service Federal Express 1 package
JB Walsh	07/16/07	19	82.56	Westlaw Research
JB Walsh	07/16/07	1	89.10	Duplicating 891 copies
ST Park	07/17/07	1	3.10	Duplicating 31 copies
ST Park	07/17/07	61	30.24	Lexis Research
JB Walsh	07/18/07	1	96.00	Duplicating 960 copies
JB Walsh	07/20/07	1	19.10	Duplicating 191 Copies
A Accounting	07/27/07	35	6.67	Delivery Service Federal Express 1 package

8/7/2007 - 4:40 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

823.56

GROSS UNBILLED DISBURSEMENTS

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007080665
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	313.60
19	Westlaw Research	82.56
3	Long Distance Telephone	100.14
35	Delivery Service	256.25
61	Lexis Research	71.01
		<hr/>
		823.56

TOTAL EXPENSES

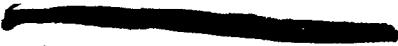
823.56

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-864-8999



Invoice Date: September 10, 2007

Invoice No.: 2007090136

PO 4300008737

line item 2

receive

62,604.97

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

* posted 5001888251 11/28/07 JAS

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative from August 1, 2007 through August 31, 2007 including: review of federal statutes and regulations regarding tolling an interstate highway; attendance at meeting with Governor Rendell and others regarding procurement for possible concession of the Pennsylvania Turnpike to a private party; meetings with Pennsylvania Turnpike Commission and its counsel regarding the lease of Interstate 80 by Commonwealth to the Pennsylvania Turnpike Commission; review of Act 44 and other relevant legislation; review and analysis of Pennsylvania Turnpike Commission documentation for its proposed bond anticipation note issue; meetings with representatives of Pennsylvania Department of Transportation and PennDOT concerning accounting and funds tracing issues; telephone conversations and e-mails with representatives of the Commonwealth, the Pennsylvania Turnpike Commission, Morgan Stanley, bond counsel to the Turnpike Commission and others. The fees are calculated based on a 15% discount of our standard hourly rates.

Total Fees

\$61,605.60

DISBURSEMENTS

Duplicating	505.50
Westlaw Research	174.35
Postage	32.60
Long Distance Telephone	3.53
Duplicating Services	13.33
Business Meals	8.98
Travel Expenses	261.08

Total Disbursements

\$999.37

Total Current Charges

\$62,604.97

Total Due This Invoice

\$62,604.97 ←

Plus: Unpaid Prior Balance

\$1,010,408.95

TOTAL AMOUNT DUE

\$1,073,013.92

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500
FAX: 215-864-8999

TAX IDENTIFICATION NO.

REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007090136
Date: September 10, 2007

Fee Amount	\$61,605.60
Disbursement Amount	\$999.37
Total Current Charges	<u>\$62,604.97</u>
Total Due This Invoice	\$62,604.97
Plus: Unpaid Prior Balance	\$1,010,408.95
TOTAL AMOUNT DUE	<u><u>\$1,073,013.92</u></u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank: _____
ABA No.: _____
Account No.: _____

Please indicate on wire transfer the invoice number stated above.

9/7/2007 - 1:46 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania

MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007090136

03418.00

036847

MP002

RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	08/01/07	.10	340.00	34.00	
AR King	08/01/07	.90	403.76	363.38	
JB Walsh	08/01/07	.20	446.25	89.25	
FL Ballard, Jr.	08/02/07	1.00	637.50	637.50	
KR Cunningham	08/02/07	.50	446.26	223.13	
AR King	08/02/07	1.40	403.75	565.25	
JB Walsh	08/02/07	1.90	446.25	847.88	
KR Cunningham	08/03/07	.30	446.27	133.88	
AR King	08/03/07	.50	403.76	201.88	
ST Park	08/03/07	.90	195.50	175.95	
RJ Towers	08/03/07	.60	403.75	242.25	
JB Walsh	08/03/07	1.00	446.25	446.25	
JB Walsh	08/03/07	.60	446.25	267.75	
JB Walsh	08/03/07	.60	446.25	267.75	
AR King	08/06/07	1.00	403.75	403.75	

9/7/2007 - 1:46 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	08/06/07	.40	195.50	78.20	
RJ Towers	08/06/07	.40	403.75	161.50	
JB Walsh	08/06/07	.30	446.27	133.88	
ST Park	08/07/07	2.50	446.25	1,115.63	
RJ Towers	08/07/07	.40	195.50	78.20	
RJ Towers	08/07/07	2.20	403.75	888.25	
JB Walsh	08/07/07	.20	403.75	80.75	
JB Walsh	08/07/07	1.00	446.25	446.25	
JB Walsh	08/07/07	3.10	446.25	1,383.38	
JB Walsh	08/07/07	.50	446.26	223.13	
JM Cody	08/08/07	.70	446.26	312.38	
ST Park	08/08/07	.30	165.77	49.73	
JB Walsh	08/08/07	1.20	195.50	234.60	
JB Walsh	08/08/07	1.30	446.25	580.13	
JB Walsh	08/08/07	5.30	446.25	2,365.13	
JB Walsh	08/08/07	.90	446.26	401.63	
FL Ballard, Jr.	08/09/07	1.00	446.25	446.25	
JM Cody	08/09/07	1.00	637.50	637.50	
RJ Towers	08/09/07	.40	165.75	66.30	
RJ Towers	08/09/07	2.90	403.75	1,170.88	

9/7/2007 - 1:46 PM

BILLING COORDINATOR: JB Walsh
CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	08/09/07	.60	403.75	242.25	
JB Walsh	08/09/07	.60	446.25	267.75	
JB Walsh	08/09/07	2.00	446.25	892.50	
ST Park	08/09/07	4.00	446.25	1,785.00	
RJ Towers	08/10/07	.40	195.50	78.20	
JB Walsh	08/10/07	.30	403.77	121.13	
JM Cody	08/10/07	.30	446.27	133.88	
	08/12/07	.40	165.75	66.30	
FL Ballard, Jr.	08/13/07	1.00	637.50	637.50	
RJ Towers	08/13/07	1.40	403.75	565.25	
RJ Towers	08/13/07	.40	403.75	161.50	
JM Cody	08/13/07	.40	403.75	161.50	
RJ Towers	08/14/07	.40	403.75	161.50	
KR Cunningham	08/14/07	1.10	446.25	490.88	
RJ Towers	08/14/07	.80	403.75	323.00	
FL Ballard, Jr.	08/15/07	1.00	637.50	637.50	
JM Cody	08/15/07	.60	165.75	99.45	
KR Cunningham	08/15/07	2.20	446.25	981.75	
AR King	08/15/07	.30	403.77	121.13	

BILLING COORDINATOR: JB Walsh
 CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
 UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
 036847
 MP002

INVOICE NO.: 2007090136
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	08/15/07	.40	403.75	161.50	
JB Walsh	08/15/07	3.00	446.25	1,338.75	
JM Cody	08/16/07	.60	165.75	99.45	
KR Cunningham	08/16/07	.80	446.25	357.00	
AR King	08/16/07	2.50	403.75	1,009.38	
RJ Towers	08/16/07	.80	403.75	323.00	
FL Ballard, Jr.	08/17/07	.70	637.50	446.25	
JM Cody	08/17/07	1.60	165.75	265.20	
JM Cody	08/20/07	.40	165.75	66.30	
AR King	08/20/07	.20	403.75	80.75	
FL Ballard, Jr.	08/21/07	1.00	637.50	637.50	
JM Cody	08/21/07	.90	165.76	149.18	
KR Cunningham	08/21/07	2.20	446.25	981.75	
AR King	08/21/07	2.50	403.75	1,009.38	

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
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 MP002

INVOICE NO.: 2007090136
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	08/21/07	.30	403.77	121.13	
RJ Towers	08/21/07	.20	403.75	80.75	
KR Cunningham	08/22/07	3.20	446.25	1,428.00	
AR King	08/22/07	1.20	403.75	484.50	
FL Ballard, Jr.	08/23/07	7.00	637.50	4,462.50	
KR Cunningham	08/23/07	1.80	446.25	803.25	
AR King	08/23/07	3.10	403.75	1,251.63	
FL Ballard, Jr.	08/24/07	4.00	637.50	2,550.00	
FL Ballard, Jr.	08/24/07	.70	637.50	446.25	
AR King	08/24/07	3.20	403.75	1,292.00	
RJ Towers	08/24/07	.40	403.75	161.50	
JB Walsh	08/26/07	2.50	446.25	1,115.63	
JM Cody	08/27/07	.30	165.77	49.73	
AR King	08/27/07	7.00	403.75	2,826.25	

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	08/27/07	.20	195.50	39.10	
JB Walsh	08/27/07	2.00	446.25	892.50	
JB Walsh	08/27/07	4.80	446.25	2,142.00	
JB Walsh	08/27/07	2.20	446.25	981.75	
JM Cody	08/27/07	.20	446.25	89.25	
AR King	08/28/07	.40	165.75	66.30	
AR King	08/28/07	2.80	403.75	1,130.50	
RJ Towers	08/28/07	.20	403.75	80.75	
JB Walsh	08/28/07	3.50	446.25	1,561.88	
JM Cody	08/29/07	.30	165.77	49.73	
AR King	08/29/07	.80	403.75	323.00	
AR King	08/30/07	2.80	403.75	1,130.50	
RJ Towers	08/30/07	1.10	403.75	444.13	
JB Walsh	08/30/07	1.00	446.25	446.25	
JB Walsh	08/30/07	.80	446.25	357.00	
RJ Towers	08/31/07	.20	403.75	80.75	
RJ Towers	08/31/07	5.00	403.75	2,018.75	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh
CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	08/31/07	.80	446.25	357.00	
JB Walsh	08/31/07	3.00	446.25	1,338.75	
JB Walsh	08/31/07	1.10	446.25	490.88	
				<u>141.40</u>	
					<u>61,605.60</u>

BILLING COORDINATOR: JB Walsh

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
FL Ballard, Jr.	17.40	637.50	11,092.50
JM Cody	6.60	165.75	1,093.97
KR Cunningham	12.10	446.25	5,399.64
JC Grugan	.10	340.00	34.00
AR King	30.20	403.75	12,193.28
ST Park	3.50	195.50	684.25
RJ Towers	18.80	403.75	7,590.52
JB Walsh	52.70	446.25	23,517.44
	<u>141.40</u>		<u>61,605.60</u>

TOTAL TIME

61,605.60

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007090136
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
KR Cunningham	06/28/07	3	1.39	Long Distance Telephone [REDACTED]/GETTYSBURG, PA
KR Cunningham	07/16/07	3	2.14	Long Distance Telephone [REDACTED]/HARRISBURG, PA
JC Grugan	07/31/07	19	107.29	Westlaw Research
JB Walsh	07/31/07	87	8.98	Business Meals Travel to Harrisburg and back for mtg - 7/31 - J. B. Walsh - meals
JB Walsh	07/31/07	89	149.26	Travel Expenses Travel to Harrisburg and back for mtg - 7/31 - J. B. Walsh - mileage, tolls, pkg
AR King	07/31/07	89	111.82	Travel Expenses Client-Related Travel Expense - 7/31 - A. King, Jr. - mileage, tolls
JB Walsh	08/03/07	2	32.60	Postage
JB Walsh	08/03/07	1	176.70	Duplicating 1767 Copies
JB Walsh	08/03/07	1	216.10	Duplicating 2161 Copies
JB Walsh	08/03/07	1	27.10	Duplicating 271 Copies
JB Walsh	08/06/07	1	62.50	Duplicating 625 Copies
JB Walsh	08/07/07	1	7.50	Duplicating 75 Copies
JB Walsh	08/08/07	1	9.00	Duplicating 90 Copies
JB Walsh	08/08/07	1	.10	Duplicating 1 Copy
JB Walsh	08/08/07	1	.10	Duplicating 1 Copy
JB Walsh	08/08/07	1	6.40	Duplicating 64 Copies
RJ Towers	08/14/07	42	13.33	Duplicating Services Copies
ST Park	08/27/07	19	67.06	Westlaw Research

999.37

GROSS UNBILLED DISBURSEMENTS

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007090136
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	505.50
19	Westlaw Research	174.35
2	Postage	32.60
3	Long Distance Telephone	3.53
42	Duplicating Services	13.33
87	Business Meals	8.98
89	Travel Expenses	261.08
		<hr/>
	TOTAL EXPENSES	999.37

5101225520

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
 PHILADELPHIA, PENNSYLVANIA 19103-7599
 215-868-8500
 FAX: 215-864-8999

Invoice Date: October 4, 2007
 Invoice No.: 2007100119

Barbara Adams, Esquire
 General Counsel
 Office of General Counsel
 Commonwealth of PA
 333 Market Street, 17th Floor
 Harrisburg, PA 17101

PO 4300008737
 live item 2
 receive 190,600.32

Client: Commonwealth of Pennsylvania (03418.00)
 Matter: PA Transportation Funding Initiatives (036847)

*posted 5001988219 11/29/07 L&A

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative from September 1, 2007 through September 30, 2007 (with two time entries for August 2007) including: review of federal statutes and regulations regarding tolling an interstate highway; review of the request for qualifications for a possible concession of the Pennsylvania Turnpike with a private party; meetings with Pennsylvania Turnpike Commission and its counsel regarding the lease of Interstate 80 by the Commonwealth to the Pennsylvania Turnpike Commission; review of Act 44 and other relevant legislation; review and analysis of Pennsylvania Turnpike Commission documentation for its proposed bond anticipation note issue; review and analysis of draft lease/concession agreement for the Pennsylvania Turnpike and meeting with representatives of Mayer Brown and PennDOT to review the draft; tax analysis of Pennsylvania Turnpike Commission's bond anticipation note issue; and telephone conversations, e-mails and meetings with representatives of the Commonwealth, the Pennsylvania Turnpike Commission, other Pennsylvania state agencies, Morgan Stanley, bond counsel to the Turnpike Commission and others. The fees are

Received

DEC 18 2007

Transportation
 Comptroller's Office

5106816007

calculated based on a 15% discount of our standard hourly rates.

Total Fees

\$189,495.53

DISBURSEMENTS

Duplicating	167.50
Westlaw Research	618.19
Long Distance Telephone	38.56
Delivery Service	8.70
Business Meals	6.76
Travel Expenses	265.08

Total Disbursements

\$1,104.79

Total Current Charges

\$190,600.32

Total Due This Invoice

\$190,600.32

Plus: Unpaid Prior Balance

\$1,073,013.92

TOTAL AMOUNT DUE

\$1,263,614.24

03418.00-036847 (MP002)

JB Walsh

2007100119
October 4, 2007

Commonwealth of PA #036847 Timekeeper Monthly Additions

<u>Name</u>	<u>ID</u>	<u>Position</u>	<u>Description</u>	<u>Standard Rate</u>
Unterberger, Glenn L	1220	01	Partner	
Walsh, J. Brian	0316	01	Partner	550
Leeds, Edward I	0390	51	Counsel	525
Allen, Valerie J	5935	52	Associate	445
Beck, Catherine	7392	52	Associate	325
Carroll, James C	6929	52	Associate	230
Crawford, Katherine A	6732	52	Associate	245
Finkelstein, Adam	6931	52	Associate	290
Gomaz, Mariela S	7615	52	Associate	245
Gray, Jacquelyn M	7270	52	Associate	270
Greenberg, Susanna R.	7719	52	Associate	290
Heitman, Leslie C	6646	52	Associate	220
Igoe, William B	7134	52	Associate	245
Iitzkowitz, Job M	6735	52	Associate	230
Kennedy II, William K	6442	52	Associate	270
Kindig, Kelly T	7138	52	Associate	365
Kies, Sheila	7698	52	Associate	230
Leckerman, Jason A	6812	52	Associate	310
Page, Donna D	6937	52	Associate	340
Park, Steve T	7143	52	Associate	245
Rethage, Thomas D	7144	52	Associate	230
Rombeau, Charles	7555	52	Associate	230
Roshkoff, Maria G	1123	52	Associate	270
Sanchez, Benjamin V	6740	52	Associate	405
Schmidt, Jonathan T	7145	52	Associate	290
Tucker, Maree H.	7150	52	Associate	230
Kazmi, Sadaf	7404	55	Law Student	230
Satinsky, Jonathan S	7751	55	Law Student	130
Uselton, Ruth S	7755	55	Law Student	130
Herrmann, Karen J	5836	78	Research Specialist	130
				80

Thursday, September 27, 2007

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Proctor, David J	1215	78	Research Specialist	200
Webster, David B	2580	78	Research Specialist	170
Cody, Joann M	1407	80	Legal Assistant	195
McCarthy, Kristin K	1791	80	Legal Assistant	155
Wood, Molly	0543	80	Legal Assistant	210

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Miller, Jennifer L	1377	01	Partner	410
Clemons, Lucretia C	6558	52	Associate	380
Quigley, Eileen	7341	52	Associate	325

Commonwealth of PA #036847 Timekeeper Monthly Additions

<u>Name</u>	<u>ID</u>	<u>Position</u>	<u>Description</u>	<u>Standard Rate</u>
Angelo, Arlene J	8430	01	Partner	435
Ballard, Jr., Frederic L	0049	01	Partner	750
Bernard, John M	0520	01	Partner	875
Bischoff, Jamie B	0260	01	Partner	475
Brown, C. Baird	0499	01	Partner	625
Cunningham, Kevin R	0238	01	Partner	525
De Simone, Dominic J	1882	01	Partner	410
Doerner, Brian D	0682	01	Partner	550
Grugan, John C	6186	01	Partner	400
Harvey, Patrick J	6436	01	Partner	435
Jarin, Kenneth M	6437	01	Partner	625
Kastenberg, Stephen J	1398	01	Partner	475
King, Adrian R	6443	01	Partner	475
Korb, Philip B	0430	01	Partner	575
Kotzen, Wendi L	6196	01	Partner	575
MacDonald II, James B	8010	01	Partner	410
Makodon, Arthur	0054	01	Partner	750
Marriott, III, Vincent J	1275	01	Partner	500
McLaughlin, John P	6438	01	Partner	435
Metzler, Mary T	6439	01	Partner	435
Moffa Jr., Louis R	6783	01	Partner	485
Pedrow, Brian D	0688	01	Partner	475
Pinheiro, Brian M	1183	01	Partner	410
Prior, H. David	0051	01	Partner	575
Ricker, Louis W	0043	01	Partner	575
Ritterband, Alan S	0394	01	Partner	575
Schakel, Linda B	0472	01	Partner	600
Sklaroff, Michael	0432	01	Partner	700
Towers, Scott P	1755	01	Partner	425
Towers, Randall J	1304	01	Partner	475

Thursday, September 27, 2007

10/4/2007 - 11:48 AM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

PAGE 1

03418.00
036847
MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jain
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KR Cunningham	08/24/07	3.10	446.25	1,383.38	
KR Cunningham	08/27/07	.50	446.26	223.13	
RJ Towers	09/02/07	2.00	403.75	807.50	
JB Walsh	09/02/07	5.80	446.25	2,588.25	
RJ Towers	09/03/07	2.20	403.75	888.25	
FL Ballard, Jr.	09/04/07	.50	637.50	318.75	
JC Grugan	09/04/07	1.10	340.00	374.00	
AR King	09/04/07	2.80	403.75	1,130.50	
RJ Towers	09/04/07	1.70	403.75	686.38	
RJ Towers	09/04/07	.50	403.76	201.88	
RJ Towers	09/04/07	.70	403.76	282.63	
RJ Towers	09/04/07	1.50	403.75	605.63	
JB Walsh	09/04/07	.30	446.27	133.88	
JM Cody	09/05/07	1.80	165.75	298.35	
KR Cunningham	09/05/07	1.20	446.25	535.50	
DJ De Simone	09/05/07	.30	348.50	104.55	
A Finkelstein	09/05/07	7.20	208.25	1,499.40	

10/4/2007 - 11:48 AM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarrin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	09/05/07	3.00	403.75	1,211.25	
JC Grugan	09/05/07	2.40	340.00	816.00	
ST Park	09/05/07	.30	195.50	58.65	
RJ Towers	09/05/07	1.10	403.75	444.13	
RJ Towers	09/05/07	1.60	403.75	646.00	
RJ Towers	09/05/07	1.10	403.75	444.13	
RJ Towers	09/05/07	1.10	403.75	444.13	
JB Walsh	09/05/07	2.30	403.75	928.63	
JB Walsh	09/05/07	3.50	446.25	1,561.88	
JB Walsh	09/05/07	2.70	446.25	1,204.88	
C Brown	09/06/07	.80	531.25	425.00	
JM Cody	09/06/07	1.00	165.75	165.75	
JM Cody	09/06/07	.70	165.76	116.03	
A Finkelstein	09/06/07	1.30	208.25	270.73	
JC Grugan	09/06/07	1.70	340.00	578.00	
WK Kennedy II	09/06/07	.20	310.25	62.05	

10/4/2007 - 11:48 AM

BILLING COORDINATOR: JB WALSH

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002
INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM JEFF
MATTER BILLING ATTORNEY: JB WALSH

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	09/06/07	4.20	403.75	1,695.75	
AS Ritterband	09/06/07	.70	488.76	342.13	
RJ Towers	09/06/07	1.30	403.75	524.88	
RJ Towers	09/06/07	3.20	403.75	1,292.00	
RJ Towers	09/06/07	1.50	403.75	605.63	
JB Walsh	09/06/07	2.00	446.25	892.50	
JB Walsh	09/06/07	3.80	446.25	1,517.25	
JM Cody	09/07/07	1.00	446.25	446.25	
A Finkelstein	09/07/07	6.00	208.25	1,249.50	
AR King	09/07/07	1.00	403.75	403.75	
AS Ritterband	09/07/07	3.60	488.75	1,759.50	
RJ Towers	09/07/07	.40	403.75	161.50	
RJ Towers	09/07/07	1.00	403.75	403.75	
JB Walsh	09/07/07	.30	446.27	133.88	
KR Cunningham	09/08/07	1.50	446.25	669.38	
RJ Towers	09/08/07	.40	403.75	161.50	
JB Walsh	09/08/07	1.50	446.25	669.38	
JB Walsh	09/08/07	.70	446.26	312.38	
C Brown	09/09/07	1.40	531.25	743.75	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

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MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jaffe
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
FL Ballard, Jr.	09/10/07	1.00	637.50	637.50	
C Brown	09/10/07	1.00	531.25	531.25	
JM Cody	09/10/07	3.20	165.75	530.40	
KR Cunningham	09/10/07	1.80	466.25	803.25	
A Finkelstein	09/10/07	10.20	208.25	2,124.15	
JC Grugan	09/10/07	.50	340.00	170.00	
AR King	09/10/07	4.80	403.75	1,938.00	
ST Park	09/10/07	6.60	195.50	1,681.30	
AS Ritterband	09/10/07	1.40	488.75	684.25	
RJ Towers	09/10/07	1.30	403.75	524.88	
RJ Towers	09/10/07	.60	403.75	242.25	
GI Untserberger	09/10/07	.20	467.50	93.50	
JB Walsh	09/10/07	4.90	446.25	2,186.63	
JB Walsh	09/10/07	1.20	446.25	535.50	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiative

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UNBILLED TIME AND DISBURSEMENT DETAIL

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NAME DATE WORKED HOURS RATE AMOUNT DESCRIPTION

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

JM Cody

A Finkelstein

JC Grugan

WK Kennedy II

AR King

ST Park

AS Ritterband

RJ Towers

RJ Towers

RJ Towers

JB Walsh

JB Walsh

FL Ballard, Jr.

JM Cody

A Finkelstein

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Cody	09/11/07	.90	165.76	149.18	
A Finkelstein	09/11/07	.10	208.30	20.83	
JC Grugan	09/11/07	4.70	340.00	1,598.00	
WK Kennedy II	09/11/07	.50	310.26	155.13	
AR King	09/11/07	3.00	403.75	1,211.25	
ST Park	09/11/07	6.20	195.50	1,212.10	
AS Ritterband	09/11/07	.10	488.80	48.88	
RJ Towers	09/11/07	.80	403.75	323.00	
RJ Towers	09/11/07	.40	403.75	161.50	
RJ Towers	09/11/07	.30	403.77	121.13	
JB Walsh	09/11/07	4.50	446.25	2,008.13	
JB Walsh	09/11/07	1.00	446.25	446.25	
FL Ballard, Jr.	09/12/07	3.00	637.50	1,912.50	
JM Cody	09/12/07	.90	165.76	149.18	
A Finkelstein	09/12/07	3.00	208.25	624.75	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Inflatings

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KY Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JK Grugan	09/12/07	5.30	340.00	1,802.00	
WK Kennedy II	09/12/07	.30	310.27	93.08	
AR Kling	09/12/07	1.00	403.75	403.75	
ST PARK	09/12/07	3.40	195.50	664.70	
AS Ritterband	09/12/07	.50	488.76	439.88	
GL Unterberger	09/12/07	.90	467.50	420.75	
JB Walsh	09/12/07	7.90	446.25	3,525.38	
JM Cody	09/13/07	1.00	165.75	165.75	
AR Kling	09/13/07	1.00	403.75	403.75	
ST Park	09/13/07	2.20	195.50	430.10	
RJ Towers	09/13/07	.50	403.76	201.88	
JB Walsh	09/13/07	5.50	446.25	2,454.38	
M Wood	09/13/07	.40	178.50	71.40	
FL Ballard, Jr.	09/14/07	1.50	637.50	956.25	
KR Cunningham	09/14/07	.60	446.25	267.75	
DJ De Simone	09/14/07	.10	348.50	34.85	
AR Kling	09/14/07	1.50	403.75	605.63	

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BILLING COORDINATOR: JB Walsh

MASTER WORK IN PROCESS REPORT

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
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MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	09/14/07	4.00	403.75	1,615.00	
JB Walsh	09/14/07	4.10	446.25	1,829.63	
JB Walsh	09/14/07	.30	446.27	133.88	
JM Cody	09/15/07	.40	165.75	66.30	
RJ Towers	09/15/07	1.20	403.75	484.50	
RJ Towers	09/15/07	.70	403.76	282.63	
RJ Towers	09/15/07	1.10	403.75	444.13	
RJ Towers	09/15/07	2.30	403.75	928.63	
JM Cody	09/16/07	.80	403.75	323.00	
DJ De Simone	09/17/07	.50	165.76	82.88	
SR Greenberg	09/17/07	.80	348.50	278.80	
JC Grugan	09/17/07	.50	187.00	93.50	
WB Iggoe	09/17/07	3.20	340.00	1,088.00	
RJ Towers	09/17/07	.70	195.50	136.85	
RJ Towers	09/17/07	.60	403.75	242.25	
RJ Towers	09/17/07	.60	403.75	242.25	
RJ Towers	09/17/07	1.20	403.75	484.50	
RJ Towers	09/17/07	.70	403.76	282.63	
RJ Towers	09/17/07	1.30	403.75	524.88	
SP Towers	09/17/07	1.90	361.25	686.38	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME DATE WORKED HOURS RATE AMOUNT DESCRIPTION

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MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jain
MATTER BILLING ATTORNEY: JB Walsh

JB Walsh

09/17/07

8.00 446.25 3,570.00

M Wood

09/17/07

4.20 178.50 749.70

FL Bellard, Jr.

09/18/07

.70 637.50 446.25

JB Bischoff

09/18/07

.50 403.76 201.88

DJ De Simone

09/18/07

1.80 348.50 627.30

A Finkelstein

09/18/07

.30 208.27 62.48

MS Gomez

09/18/07

.10 229.50 22.95

SR Greenberg

09/18/07

.50 187.00 93.50

JC Grugan

09/18/07

3.60 340.00 1,224.00

RB Igoe

09/18/07

7.90 195.50 1,544.45

AR King

09/18/07

3.30 403.75 1,332.38

C Rombeau

09/18/07

3.40 229.50 780.30

RJ Towers

09/18/07

.70 403.76 282.63

RJ Towers

09/18/07

5.00 403.75 2,018.75

RJ Towers

09/18/07

.50 403.76 201.88

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	09/18/07	.60	403.75	242.25	
GL Unterberger	09/18/07	2.20	467.50	1,028.50	
JB Walsh	09/18/07	8.20	446.25	3,659.25	
JB Walsh	09/18/07	1.60	446.25	714.00	
JB Bischoff	09/19/07	.70	403.76	282.63	
DJ De Simone	09/19/07	1.50	348.50	522.75	
MS Gomez	09/19/07	3.50	229.50	803.25	
SR Greenberg	09/19/07	5.20	187.00	972.40	
JC Grugan	09/19/07	2.60	340.00	884.00	
WB Igoe	09/19/07	6.40	195.50	1,251.20	
AR King	09/19/07	2.00	403.75	807.50	
ST Park	09/19/07	2.90	195.50	566.95	
C Ronbeau	09/19/07	2.20	229.50	504.90	
RJ Towers	09/19/07	2.60	403.75	1,049.75	
GL Unterberger	09/19/07	1.20	467.50	561.00	
JB Walsh	09/19/07	3.80	446.25	1,695.75	

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BILLING COORDINATOR: JB Walsh

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

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CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jalin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	09/19/07	1.70	446.25	758.63	
JB Walsh	09/19/07	.60	446.25	267.75	
M Wood	09/19/07	2.50	178.50	446.25	
FL Ballard, Jr.	09/20/07	1.00	637.50	637.50	
SR Greenberg	09/20/07	3.90	187.00	729.30	
JC Grugan	09/20/07	.60	340.00	204.00	
WB Igoo	09/20/07	7.10	195.50	1,388.05	
AR King	09/20/07	1.80	403.75	726.75	
RJ Towers	09/20/07	.20	403.75	80.75	
RJ Towers	09/20/07	2.50	403.75	1,009.38	
RJ Towers	09/20/07	.70	403.76	282.63	
JB Walsh	09/20/07	1.70	446.25	758.63	
JB Walsh	09/20/07	3.00	446.25	1,338.75	
JB Walsh	09/20/07	1.20	446.25	535.50	
FL Ballard, Jr.	09/21/07	4.00	637.50	2,550.00	
JC Grugan	09/21/07	1.20	340.00	408.00	
WB Igoo	09/21/07	5.00	195.50	977.50	
AR King	09/21/07	3.40	403.75	1,372.75	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
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MP002
INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jelin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
WL Kotzen	09/21/07	1.90	488.75	928.63	
RJ Towers	09/21/07	.30	403.77	121.13	
GL Unterberger	09/21/07	2.20	467.50	1,028.50	
JB Walsh	09/21/07	2.00	446.25	892.50	
JB Walsh	09/21/07	2.00	446.25	892.50	
DJ De Simone	09/23/07	.70	348.50	243.95	
WB Igoe	09/23/07	.90	195.50	175.95	
AR King	09/23/07	.50	403.76	201.88	
WL Kotzen	09/23/07	2.10	488.75	1,026.38	
FL Ballard, Jr.	09/24/07	2.00	637.50	1,275.00	
DJ De Simone	09/24/07	4.20	348.50	1,463.70	
SR Greenberg	09/24/07	.70	187.00	130.90	
JC Grugan	09/24/07	3.30	340.00	1,122.00	
WB Igoe	09/24/07	2.40	195.50	469.20	
AR King	09/24/07	7.80	403.75	3,149.25	
WL Kotzen	09/24/07	.80	488.75	391.00	
ST Park	09/24/07	8.80	195.50	1,720.40	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jain
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
E Quigley	09/24/07	.30	276.27	82.88	
AS Ritterband	09/24/07	1.10	488.75	537.63	
GL Unterberger	09/24/07	4.50	467.50	2,103.75	
JB Walsh	09/24/07	1.10	446.25	490.89	
JB Walsh	09/24/07	1.60	446.25	714.00	
JB Walsh	09/24/07	5.00	446.25	2,231.25	
FL Ballard, Jr.	09/25/07	2.00	637.50	1,275.00	
LC Clemens	09/25/07	.50	323.00	161.50	
JM Cody	09/25/07	.50	165.76	82.88	
KR Cunningham	09/25/07	1.00	446.25	446.25	
WB Igoe	09/25/07	4.10	195.50	801.55	
AR King	09/25/07	2.00	403.75	807.50	
ST Park	09/25/07	2.10	195.50	410.55	

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MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	09/25/07	1.50	446.25	669.38	
JB Walsh	09/25/07	1.00	446.25	446.25	
M Wood	09/25/07	2.50	178.50	446.25	
FL Ballard, Jr.	09/26/07	2.00	637.50	1,275.00	
KR Cunningham	09/26/07	.80	446.25	357.00	
AR Kling	09/26/07	4.50	403.75	1,816.88	
ST Park	09/26/07	6.80	195.50	1,329.40	
E Quigley	09/26/07	.10	276.30	27.63	
GL Unterberger	09/26/07	2.10	467.50	981.75	
JB Walsh	09/26/07	2.50	446.25	1,115.63	
JB Walsh	09/26/07	.80	446.25	357.00	
M Wood	09/26/07	1.30	178.50	232.05	
FL Ballard, Jr.	09/27/07	2.00	637.50	1,275.00	
C BROWN	09/27/07	3.20	531.25	1,700.00	
DJ De Simone	09/27/07	.10	348.50	34.85	

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT
UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00
036847
MP002
INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
SR Greenberg	09/27/07	.40	187.00	74.80	
AR King	09/27/07	2.00	403.75	807.50	
ST Park	09/27/07	6.70	195.50	1,309.85	
E Ouligley	09/27/07	5.40	276.25	1,491.75	
AS Ritterband	09/27/07	1.80	488.75	879.75	
M Sklaroff	09/27/07	1.00	595.00	595.00	
GI Unterberger	09/27/07	.50	467.50	233.75	
JB Walsh	09/27/07	3.50	446.25	1,561.88	
JB Walsh	09/27/07	2.00	446.25	892.50	
C Brown	09/28/07	5.20	531.25	2,762.50	
LC Clemons	09/28/07	.30	323.00	96.90	
SR Greenberg	09/28/07	5.10	187.00	953.70	
SR Greenberg	09/28/07	.50	187.00	93.50	
AR King	09/28/07	4.80	403.75	1,938.00	
JL Miller	09/28/07	4.40	348.50	1,533.40	

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MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002
INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	09/28/07	8.10	195.50	1,583.55	
E Quigley	09/28/07	6.60	276.25	1,823.25	
AS Ritterband	09/28/07	5.10	488.75	2,492.63	
N Sklaroff	09/28/07	1.00	595.00	595.00	
GL Unterberger	09/28/07	.30	467.50	140.25	
JB Walsh	09/28/07	3.00	446.25	1,338.75	
JB Walsh	09/28/07	4.40	446.25	1,963.50	
JB Walsh	09/28/07	1.30	446.25	580.13	
M Wood	09/28/07	6.30	178.50	1,124.55	
AR Kling	09/30/07	1.00	403.75	403.75	

535.20

189,495.53

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

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TIMEKEEPER SUMMARY

NAME	HOURS	RATE	AMOUNT
FL Ballard, Jr.	19.70	637.50	12,558.75
JB Bischoff	1.20	403.76	484.51
C Brown	11.60	531.25	6,162.50
LC Clemens	.80	323.00	258.40
JM Cody	11.90	165.75	1,972.45
KR Cunningham	10.50	446.25	4,685.64
DJ De Simone	9.50	348.50	3,310.75
A Finkelstein	28.10	208.25	5,851.84
MS Gomez	3.60	229.50	826.20
SR Greenberg	16.80	187.00	3,141.60
JC Grugan	30.20	340.00	10,268.00
WB Igooe	34.50	195.50	6,744.75
WK Kennedy II	1.00	310.26	310.26
AR King	55.40	403.75	22,367.77
WL Kotzen	4.80	488.75	2,346.01
JL Miller	4.40	348.50	1,533.40
ST Park	56.10	195.50	10,967.55
E Quigley	12.40	276.25	3,425.51
AS Ritterband	14.70	488.75	7,184.65
C Rombeau	5.60	229.50	1,285.20
M Sklaroff	2.00	595.00	1,190.00
SP Towers	1.90	361.25	686.38
RJ Towers	55.10	403.75	22,246.74
GU Unterberger	14.10	467.50	6,591.75
JB Walsh	112.10	446.25	50,024.72
M Wood	17.20	178.50	3,070.20
TOTAL TIME	535.20		189,495.53

TOTAL TIME

189,495.53

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

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INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM JARIN
MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	08/01/07	3	29.79	Long Distance Telephone Airtel TeleConference Services on 7/12/07
JB Walsh	08/01/07	3	8.77	Long Distance Telephone Airtel TeleConference Services on 7/24/07
JB Walsh	08/27/07	87	6.76	Business Meals Travel to Harrisburg for mtg - 8/27 - B. Walsh - meal
JB Walsh	08/27/07	89	134.26	Travel Expenses Travel to Harrisburg for mtg - 8/27 - B. Walsh - miles/pkng/tolls
AR King	08/27/07	89	130.82	Travel Expenses Travel to Harrisburg - 8/27 - A. King - miles/pkng/tolls
RJ Towers	09/04/07	1	5.40	Duplicating 54 Copies
JB Walsh	09/05/07	1	1.10	Duplicating 11 Copies
JB Walsh	09/05/07	1	1.80	Duplicating 18 Copies
A Finkelstein	09/05/07	19	330.04	Westlaw Research
RJ Towers	09/06/07	1	2.10	Duplicating 21 Copies
RJ Towers	09/06/07	1	1.20	Duplicating 12 Copies
TM Kelly	09/06/07	1	5.80	Duplicating 58 Copies
A Finkelstein	09/07/07	19	171.94	Westlaw Research
A Finkelstein	09/10/07	19	104.01	Westlaw Research
A Finkelstein	09/11/07	19	12.20	Westlaw Research
JP McLaughlin	09/11/07	1	.40	Duplicating 4 Copies
JB Walsh	09/12/07	1	3.00	Duplicating 30 Copies
JB Walsh	09/12/07	1	.10	Duplicating 1 Copy
JB Walsh	09/12/07	1	1.40	Duplicating 14 Copies

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2007100119
 036847 RELATIONSHIP PARTNER: KM Jarlin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh		09/13/07	1	1.20	Duplicating 12 Copies
RJ Towers		09/14/07	1	5.80	Duplicating 58 Copies
A Accounting		09/14/07	35	8.70	Delivery Service Federal Express / 1 package
JB Walsh		09/18/07	1	4.30	Duplicating 43 Copies
JB Walsh		09/18/07	1	2.00	Duplicating 20 Copies
RJ Towers		09/18/07	1	27.80	Duplicating 278 Copies
RJ Towers		09/19/07	1	41.70	Duplicating 417 Copies
RJ Towers		09/19/07	1	50.00	Duplicating 500 Copies
JB Walsh		09/19/07	1	3.50	Duplicating 35 Copies
RJ Towers		09/19/07	1	.50	Duplicating 5 Copies
JP McLaughlin		09/19/07	1	2.80	Duplicating 28 Copies
ST Park		09/24/07	1	2.00	Duplicating 20 Copies
ST Park		09/24/07	1	3.60	Duplicating 36 Copies

1,104.79

GROSS UNBILLED DISBURSEMENTS

10/4/2007 - 11:48 AM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

DISBURSEMENT SUMMARY

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

03419.00
036847
MP002

INVOICE NO.: 2007100119
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	167.50
19	Westlaw Research	618.19
3	Long Distance Telephone	38.56
35	Delivery Service	8.70
87	Business Meals	6.75
89	Travel Expenses	265.08

1,104.79

TOTAL EXPENSES

1,104.79

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-664-8999

Invoice Date: November 6, 2007

Invoice No.: 2007110303

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative from October 1, 2007 through October 31, 2007 (with one outstanding for September 30, 2007) including: review of federal statutes and regulations regarding tolling an interstate highway; review of responses to the Commonwealth's request for qualifications for a possible concession agreement of the Pennsylvania Turnpike with a private party; meetings and telephone calls with Pennsylvania Turnpike Commission and its counsel regarding the lease of Interstate 80 by the Commonwealth to the Pennsylvania Turnpike Commission; review of Act 44 and other relevant legislation; discussions and telephone calls with various Commonwealth representatives regarding "due diligence" materials to be reviewed by potential bidders for the Pennsylvania Turnpike concession; discussions with URS, engineers to the Commonwealth, in connection with the potential lease of the Pennsylvania Turnpike; organization of electronic data room to contain due diligence information; preparation of a mandamus petition with supporting documentation; research and analysis regarding the points to be covered in the legal opinion to be delivered by

Ballard Spahr in connection with the execution and delivery of the concession agreement; review and analysis of Pennsylvania Turnpike Commission documentation for its proposed bond anticipation note issue; comments on draft concession agreement for the Pennsylvania Turnpike and telephone calls about the same with representatives of Mayer Brown, PennDOT, Morgan Stanley and the Governor's Office; tax analysis of Pennsylvania Turnpike Commission's bond anticipation note issue; and telephone conversations, e-mails and meetings with representatives of the Commonwealth, the Pennsylvania Turnpike Commission, other Pennsylvania state agencies, Morgan Stanley, URS, Mayer Brown, bond counsel to the Turnpike Commission and others. The fees are calculated based on a 15% discount of our standard hourly rates.

Total Fees \$286,290.65

DISBURSEMENTS

Duplicating	286.40
Westlaw Research	5,084.21
Long Distance Telephone	297.59
Delivery Service	25.24
Lexis Research	49.64
Business Meals	350.94
Travel Expenses	309.48
Miscellaneous	10,000.00

Total Disbursements \$16,403.50

Total Current Charges \$302,694.15

Total Due This Invoice \$302,694.15

Plus: Unpaid Prior Balance \$253,205.29

TOTAL AMOUNT DUE \$555,899.44

** posted #5006923112 12/20/01 d.f.d.*

LAW OFFICES
BALLARD SPAHR ANDREWS & INGERSOLL, LLP
1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599
215-665-8500
FAX: 215-864-8999
LAWYERS@BALLARDSPAHR.COM

BALTIMORE, MD
CAMDEN, NJ
DENVER, CO
SALT LAKE CITY, UT
WASHINGTON, DC

J. BRIAN WALSH
DIRECT DIAL: 215-864-8510
WALSH@BALLARDSPAHR.COM

November 6, 2007

Andrew S. Gordon, Esquire
Chief Counsel
Office of Chief Counsel
Department of Transportation
Commonwealth Keystone Building, 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Commonwealth of PA
Dept. of Transportation

NOV 08 2007

Office of Chief Counsel

Re: Invoice for Legal Services

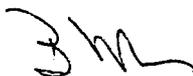
Dear Andy:

Enclosed is an invoice for our legal services as special counsel to the Commonwealth in connection with the Governor's Transportation Funding Initiative for the period from October 1, 2007 through October 31, 2007. This invoice is being submitted pursuant to the Agreement for Legal Services that we entered into with the Commonwealth.

Andy, our out-of-pocket expenses include a payment to Intralinks in the amount of \$10,000. Intralinks has established an on-line electronic data room, in which bidders for the Turnpike may review due diligence materials on a secure basis. I have enclosed a copy of the invoice from Intralinks to us.

Please feel free to contact Adrian King [REDACTED] or me with any questions or if either of us can be of further assistance.

Very truly yours,



Brian Walsh

cc: Adrian King, Esq. (w/o enc.)

/bdw

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-664-8999

REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007110303
Date: November 6, 2007

Fee Amount	\$286,290.65
Disbursement Amount	<u>\$16,403.50</u>
Total Current Charges	\$302,694.15
Total Due This Invoice	\$302,694.15
Plus: Unpaid Prior Balance	<u>\$253,205.29</u>
TOTAL AMOUNT DUE	<u>\$555,899.44</u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.



INTRALINKS

1372 Broadway, 11th Floor
New York, NY 10018-6106
(212) 342-7676
Federal Tax ID: 13-3699047

Invoice:	J75065
Date:	09/24/2007
Page:	1

Contract Period:
09/10/2007 - 09/09/2008

Service Type:
New Workspace Fee

Customer ID:
[REDACTED]

Billing Control No.:
[REDACTED]

Workspace ID:
[REDACTED]

Bill To:

Ballard Spahr Andrews & Ingersoll, LLP
1735 Market Street
42nd Floor
Philadelphia PA 19103 USA

Description

PENNSYLVANIA TURNPIKE CONCESSION DATA ROOM #518792 - NEW
WS SEP 07

Amount

\$10,000.00

Per Contract Terms: Base Fee: \$10,000 up to 8,000 pages and 500 users.
Additional Increments: \$2,000 per 2,000 pages; \$1,000 per block of 100 end users.

Invoice Due Upon Receipt

Please remit payment to IntraLinks, Inc. and reference invoice number(s). **Total USD \$10,000.00**

Questions? Contact billing@intralinks.com

Amounts due may be remitted by check via mail or by wire transfer:

Mail Checks to Lockbox:

IntraLinks, Inc.
P.O. Box 414478
Boston, MA 02241-4478 USA

Overnight Mail to Lockbox:

Bank of America Lockbox Services
Intralinks, Inc. 414478
MA5-527-0207
2 Morrissey Blvd.
Dorchester, MA 02125

Domestic Wires:

Bank of America: IntraLinks Operating Account
Account No. 004834443321
Fedwire Routing No. 028009583

If sending to ACH use: Transit # 021000322

International Wires:

Bank of America: IntraLinks Operating Account
100 W. 33rd St NY, NY 10001
SWIFT Code: BOFAUS33
C.H.I.P.S Participant Code: 0959
Account No. 004834443321
ABA Code: 021000322

Check No. 359271

Date	Invoice No.	Description	Amount
092407	J75065	New workspace	\$10,000.00

Intralinks, Inc.
PO Box 414476
Boston, MA 02241-4476

FOR SECURITY PURPOSES, THE FACT OF THIS DEPOSIT OF CERTAIN & BY DEPOSIT OR DEPOSITED FROM THE DEPOSIT SHALL REMAIN VALID

Ballard Spahr Andrews & Ingersoll, LLP
1735 Market Street
51st Floor
Philadelphia, PA 19103

PNC Bank NA
New Jersey

55-277/312

Check No. 359271

Date: 10/02/07

PAY EXACTLY: Ten Thousand and 00/100 Dollars

Amount: *****\$10,000.00

aw

PAY
TO THE
ORDER OF
Intralinks, Inc.
PO Box 414476
Boston, MA 02241-4476

Trish
TRISH H. HAYLOR

Commonwealth of PA #036847 Timekeeper Monthly Additions

<i>Name</i>	<i>ID</i>	<i>Position</i>	<i>Description</i>	<i>Standard Rate</i>
Angelo, Arlene J	6430	01	Partner	435
Ballard, Jr., Frederic L	0049	01	Partner	750
Bernard, John M	0520	01	Partner	675
Bischoff, Jamie B	0260	01	Partner	475
Brown, C. Baird	0499	01	Partner	625
Cunningham, Kevin R	0236	01	Partner	525
De Simone, Dominic J	1662	01	Partner	410
Doerner, Brian D	0682	01	Partner	550
Grugan, John C	6166	01	Partner	400
Harvey, Patrick J	6436	01	Partner	435
Jarin, Kenneth M	6437	01	Partner	625
Kastenberg, Stephen J	1398	01	Partner	475
King, Adrian R	6443	01	Partner	475
Korb, Philip B	0430	01	Partner	575
Kotzen, Wendi L	6196	01	Partner	575
MacDonald II, James B	6010	01	Partner	410
Makadon, Arthur	0054	01	Partner	750
Marriott, III, Vincent J	1275	01	Partner	500
McLaughlin, John P	6438	01	Partner	435
Metzler, Mary T	6433	01	Partner	435
Moffa Jr., Louis R	6783	01	Partner	465
Pedrow, Brian D	0688	01	Partner	475
Pinheiro, Brian M	1183	01	Partner	410
Prior, H. David	0051	01	Partner	575
Ricker, Louis W	0043	01	Partner	575
Ritterband, Alan S	0394	01	Partner	575
Schakel, Linda B	0472	01	Partner	500
Sklaroff, Michael	0432	01	Partner	700
Towers, Scott P	1755	01	Partner	425
Towers, Randall J	1304	01	Partner	475

Commonwealth of PA #036847 Timekeeper Monthly Additions

<i>Name</i>	<i>ID</i>	<i>Position</i>	<i>Description</i>	<i>Standard Rate</i>
Unterberger, Glenn L	1220	01	Partner	550
Walsh, J. Brian	0316	01	Partner	525
Leeds, Edward I	0390	51	Counsel	445
Allen, Valarie J	5935	52	Associate	325
Beck, Catherine	7392	52	Associate	230
Carroll, James C	6929	52	Associate	245
Crawford, Katharine A	6732	52	Associate	290
Finkelstein, Adam	6931	52	Associate	245
Gomez, Marlene S	7615	52	Associate	270
Gray, Jacquelyn M	7270	52	Associate	290
Greenberg, Susanna R	7719	52	Associate	220
Heilman, Leslie C	6946	52	Associate	245
Igoe, William B	7134	52	Associate	230
Itzkowitz, Job M	6735	52	Associate	270
Kennedy II, William K	6442	52	Associate	365
Kindig, Kelly T	7138	52	Associate	230
Kles, Sheila	7698	52	Associate	310
Leckerman, Jason A	6812	52	Associate	340
Page, Donna D	6937	52	Associate	245
Park, Steve T	7143	52	Associate	230
Rethage, Thomas D	7144	52	Associate	230
Rombeau, Charles	7555	52	Associate	270
Roshkoff, Marla G	1123	52	Associate	405
Sanchez, Benjamin V	6740	52	Associate	290
Schmidt, Jonathan T	7145	52	Associate	230
Tucker, Maree H.	7150	52	Associate	230
Kazmi, Sadaf	7404	55	Law Student	130
Satinsky, Jonathan S	7751	55	Law Student	130
Uselton, Ruth S	7755	55	Law Student	130
Herrmann, Karen J	5836	78	Research Specialist	80

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Proctor, David J	1215	78	Research Specialist	200
Webster, David B	2580	78	Research Specialist	170
Cody, Joann M	1407	80	Legal Assistant	195
McCarthy, Kristin K	1791	80	Legal Assistant	155
Wood, Molly	0543	80	Legal Assistant	210

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Miller, Jennifer L	1377	01	Partner	410
Clemons, Lucretia C	6558	52	Associate	380
Quigley, Eileen	7341	52	Associate	325

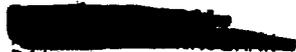
Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Goldberg, Richard R	1752	01	Partner	625
Furletti, Mark J	7910	52	Associate	230
Klock, Kimberly A	6218	52	Associate	310
Tebay, Alexandra C	7408	52	Associate	220

AT&T TeleConference Services



ACCOUNT ID:
CUSTOMER:



BILL DATE: OCT 01 2007

ACCOUNT CODE:

BALLARD SPAHR ANDREWS & INGERSOLL LLP
PHILADELPHIA

DETAIL OF SERVICE USAGE

ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
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CONFERENCE:
DESCRIPTION:
HOST NAME: BRIAN WALSH
HOST NUMBER:

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFEREE		RSV DI	09/28/2007	10:58am	10	1.00
2. CONFEREE		RSV DI	09/28/2007	10:58am	256	25.60
3. CONFEREE		RSV DI	09/28/2007	11:00am	86	8.60
4. CONFEREE		RSV DI	09/28/2007	11:04am	82	8.20
5. BRIAN WALSH		RSV DI	09/28/2007	11:04am	251	25.10
6. CONFEREE		RSV DI	09/28/2007	11:08am	153	15.30
7. CONFEREE		RSV DI	09/28/2007	11:09am	13	1.30
8. CONFEREE		RSV DI	09/28/2007	11:22am	25	2.50
9. CONFEREE		RSV DI	09/28/2007	11:47am	10	1.00
10. CONFEREE		RSV DI	09/28/2007	11:59am	1	0.10
11. CONFEREE		RSV DI	09/28/2007	12:18pm	10	1.00
12. CONFEREE		RSV DI	09/28/2007	12:30pm	134	13.40

SUBTOTAL					1031	103.10
UNIVERSAL CONNECTIVITY CHARGE						11.34
ADMINISTRATIVE EXPENSE FEE						0.91
PROPERTY TAX ALLOTMENT						2.56
FEDERAL REGULATORY FEE						1.64
TAXES						14.82
TOTAL FOR CONFERENCE ID:					1031	\$134.37

MASTER WORK IN PROCESS REPORT

11/6/2007 - 1:22 PM

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

03418.00
 036847
 MP002

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

----- TIME -----

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
M Sklaroff	09/30/07	1.00	595.00	595.00	
FL Ballard, Jr.	10/01/07	2.00	637.50	1,275.00	
JM Cody	10/01/07	.50	165.76	82.88	
DJ De Simone	10/01/07	.30	348.50	104.55	
AR King	10/01/07	3.90	403.75	1,574.63	
JL Miller	10/01/07	1.70	348.50	592.45	
ST Park	10/01/07	2.40	195.50	469.20	
E Quigley	10/01/07	.60	276.25	165.75	
AS Ritterband	10/01/07	.40	488.75	195.50	
M Sklaroff	10/01/07	1.00	595.00	595.00	
RJ Towers	10/01/07	.30	403.77	121.13	
GL Unterberger	10/01/07	.20	467.50	93.50	
JB Walsh	10/01/07	1.70	446.25	758.63	
JB Walsh	10/01/07	1.20	446.25	535.50	
JB Walsh	10/01/07	.20	446.25	89.25	
FL Ballard, Jr.	10/02/07	2.00	637.50	1,275.00	

MASTER WORK IN PROCESS REPORT

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Cody	10/02/07	1.40	165.75	232.05	
DJ De Simone	10/02/07	.10	348.50	34.85	
JC Grugan	10/02/07	1.30	340.00	442.00	
AR King	10/02/07	2.90	403.75	1,170.88	
JL Miller	10/02/07	2.40	348.50	836.40	
ST Park	10/02/07	7.10	195.50	1,388.05	
E Quigley	10/02/07	1.20	276.25	331.50	
AS Ritterband	10/02/07	1.20	488.75	586.50	
RJ Towers	10/02/07	.40	403.75	161.50	
MH Tucker	10/02/07	.60	195.50	117.30	
GL Unterberger	10/02/07	.30	467.50	140.25	
JB Walsh	10/02/07	2.00	446.25	892.50	
JB Walsh	10/02/07	2.60	446.25	1,160.25	

MASTER WORK IN PROCESS REPORT

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

03418.00
036847
MP002

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	10/02/07	1.20	446.25	535.50	
FL Ballard, Jr.	10/03/07	2.00	637.50	1,275.00	
JM Cody	10/03/07	.30	165.77	49.73	
JM Cody	10/03/07	.70	165.76	116.03	
KR Cunningham	10/03/07	.80	446.25	357.00	
AR King	10/03/07	1.80	403.75	726.75	
JL Miller	10/03/07	1.80	348.50	627.30	
ST Park	10/03/07	3.50	195.50	684.25	
AS Ritterband	10/03/07	.90	488.76	439.88	
RJ Towers	10/03/07	.30	403.77	121.13	
MH Tucker	10/03/07	.50	195.50	97.75	
GL Unterberger	10/03/07	1.10	467.50	514.25	
JB Walsh	10/03/07	2.80	446.25	1,249.50	
JB Walsh	10/03/07	1.00	446.25	446.25	
FL Ballard, Jr.	10/04/07	.70	637.50	446.25	
FL Ballard, Jr.	10/04/07	.70	637.50	446.25	

11/6/2007 - 1:22 PM MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania INVOICE NO.: 2007110303
 MATTER: PA Transportation Funding Initiatives RELATIONSHIP PARTNER: KM Jarin
 03418.00
 036847
 MP002
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JM Cody	10/04/07	.50	165.76	82.88	
JM Cody	10/04/07	.50	165.76	82.88	
AR King	10/04/07	4.50	403.75	1,816.88	
ST Park	10/04/07	2.60	195.50	508.30	
AS Ritterband	10/04/07	1.70	488.75	830.88	
RJ Towers	10/04/07	.20	403.75	80.75	
MH Tucker	10/04/07	7.00	195.50	1,368.50	
GL Unterberger	10/04/07	.30	467.50	140.25	
JB Walsh	10/04/07	3.70	446.25	1,651.13	
JB Walsh	10/04/07	1.20	446.25	535.50	
FL Ballard, Jr.	10/05/07	4.00	637.50	2,550.00	
LC Clemons	10/05/07	1.70	323.00	549.10	
JM Cody	10/05/07	1.30	165.75	215.48	
KR Cunningham	10/05/07	1.10	446.25	490.88	
SR Greenberg	10/05/07	3.50	187.00	654.50	
SR Greenberg	10/05/07	.80	187.00	149.60	

MASTER WORK IN PROCESS REPORT
 UNBILLED TIME AND DISBURSEMENT DETAIL

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	10/05/07	6.80	340.00	2,312.00	
AR King	10/05/07	4.80	403.75	1,938.00	
JA Leckerman	10/05/07	1.70	289.00	491.30	
ST Park	10/05/07	1.90	195.50	371.45	
RJ Towers	10/05/07	1.60	403.75	646.00	
RJ Towers	10/05/07	.50	403.76	201.88	
RJ Towers	10/05/07	.70	403.76	282.63	
RJ Towers	10/05/07	.30	403.77	121.13	
RJ Towers	10/05/07	2.20	403.75	888.25	
MH Tucker	10/05/07	1.80	195.50	351.90	
GL Unterberger	10/05/07	.50	467.50	233.75	
JB Walsh	10/05/07	.20	446.25	89.25	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	10/05/07	1.60	446.25	714.00	
JB Walsh	10/05/07	2.80	446.25	1,249.50	
JB Walsh	10/05/07	1.30	446.25	580.13	
JM Cody	10/06/07	1.30	165.75	215.48	
DJ De Simone	10/06/07	.80	348.50	278.80	
JC Grugan	10/06/07	7.20	340.00	2,448.00	
JA Leckerman	10/06/07	6.20	289.00	1,791.80	
ST Park	10/06/07	2.10	195.50	410.55	
RJ Towers	10/06/07	3.40	403.75	1,372.75	
LC Clemons	10/07/07	.60	323.00	193.80	
JM Cody	10/07/07	1.20	165.75	198.90	
DJ De Simone	10/07/07	2.50	348.50	871.25	
JC Grugan	10/07/07	5.30	340.00	1,802.00	
JA Leckerman	10/07/07	1.20	289.00	346.80	
ST Park	10/07/07	2.70	195.50	527.85	
RJ Towers	10/07/07	1.30	403.75	524.88	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	10/07/07	2.30	403.75	928.63	
FL Ballard, Jr.	10/08/07	.70	637.50	446.25	
JM Cody	10/08/07	2.80	165.75	464.10	
DJ De Simone	10/08/07	1.00	348.50	348.50	
JC Grugan	10/08/07	5.80	340.00	1,972.00	
AR King	10/08/07	4.10	403.75	1,655.38	
KA Klock	10/08/07	.10	263.50	26.35	
JL Miller	10/08/07	.80	348.50	278.80	
ST Park	10/08/07	3.10	195.50	606.05	
AS Ritterband	10/08/07	2.30	488.75	1,124.13	
RJ Towers	10/08/07	3.40	403.75	1,372.75	
RJ Towers	10/08/07	1.60	403.75	646.00	
GL Unterberger	10/08/07	4.60	467.50	2,150.50	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	10/08/07	5.00	446.25	2,231.25	
JB Walsh	10/08/07	1.30	446.25	580.13	
JB Walsh	10/08/07	.30	446.27	133.88	
FL Ballard, Jr.	10/09/07	2.00	637.50	1,275.00	
C Brown	10/09/07	5.60	531.25	2,975.00	
JM Cody	10/09/07	.60	165.75	99.45	
DJ De Simone	10/09/07	6.00	348.50	2,091.00	
JC Grugan	10/09/07	2.20	340.00	748.00	
SJ Kastenberg	10/09/07	1.00	403.75	403.75	
AR King	10/09/07	6.50	403.75	2,624.38	
KA Klock	10/09/07	.90	263.50	237.15	
JL Miller	10/09/07	1.80	348.50	627.30	
JL Miller	10/09/07	2.40	348.50	836.40	
ST Park	10/09/07	4.10	195.50	801.55	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AS Ritterband	10/09/07	2.60	488.75	1,270.75	
RJ Towers	10/09/07	1.50	403.75	605.63	
RJ Towers	10/09/07	4.50	403.75	1,816.88	
RJ Towers	10/09/07	5.00	403.75	2,018.75	
RJ Towers	10/09/07	.70	403.76	282.63	
GL Unterberger	10/09/07	.60	467.50	280.50	
JB Walsh	10/09/07	3.00	446.25	1,338.75	
JB Walsh	10/09/07	3.90	446.25	1,740.38	
JB Walsh	10/09/07	1.10	446.25	490.88	
JB Walsh	10/09/07	1.00	446.25	446.25	
FL Ballard, Jr.	10/10/07	1.50	637.50	956.25	
JM Cody	10/10/07	.60	165.75	99.45	
DJ De Simone	10/10/07	.20	348.50	69.70	
JC Grugan	10/10/07	1.70	340.00	578.00	
AR King	10/10/07	4.20	403.75	1,695.75	

MASTER WORK IN PROCESS REPORT
 UNBILLED TIME AND DISBURSEMENT DETAIL

11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KA Klock	10/10/07	3.40	263.50	895.90	
JL Miller	10/10/07	1.60	348.50	557.60	
ST Park	10/10/07	5.10	195.50	997.05	
AS Ritterband	10/10/07	.60	488.75	293.25	
RJ Towers	10/10/07	3.20	403.75	1,292.00	
RJ Towers	10/10/07	1.00	403.75	403.75	
RJ Towers	10/10/07	.50	403.76	201.88	
RJ Towers	10/10/07	.30	403.77	121.13	
GL Unterberger	10/10/07	.30	467.50	140.25	
JB Walsh	10/10/07	4.50	446.25	2,008.13	
JB Walsh	10/10/07	1.00	446.25	446.25	
JB Walsh	10/10/07	1.00	446.25	446.25	
JB Walsh	10/10/07	1.00	446.25	446.25	
FL Ballard, Jr.	10/11/07	2.50	637.50	1,593.75	
LC Clemons	10/11/07	2.80	323.00	904.40	
DJ De Simone	10/11/07	.50	348.50	174.25	

MASTER WORK IN PROCESS REPORT

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UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

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CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JC Grugan	10/11/07	2.40	340.00	816.00	
SJ Kastenberg	10/11/07	.30	403.77	121.13	
AR King	10/11/07	4.80	403.75	1,938.00	
WL Kotzen	10/11/07	3.40	488.75	1,661.75	
JL Miller	10/11/07	3.30	348.50	1,150.05	
ST Park	10/11/07	7.60	195.50	1,485.80	
AC Tebay	10/11/07	.70	187.00	130.90	
RJ Towers	10/11/07	.70	403.76	282.63	
RJ Towers	10/11/07	.80	403.75	323.00	
RJ Towers	10/11/07	.40	403.75	161.50	
RJ Towers	10/11/07	.80	403.75	323.00	
JB Walsh	10/11/07	5.20	446.25	2,320.50	
JB Walsh	10/11/07	1.40	446.25	624.75	
JB Walsh	10/11/07	.30	446.27	133.88	
FL Ballard, Jr.	10/12/07	5.00	637.50	3,187.50	
LC Clemons	10/12/07	2.20	323.00	710.60	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KR Cunningham	10/12/07	.50	446.26	223.13	
DJ De Simone	10/12/07	6.30	348.50	2,195.55	
JC Grugan	10/12/07	1.30	340.00	442.00	
AR King	10/12/07	7.80	403.75	3,149.25	
WL Kotzen	10/12/07	1.70	488.75	830.88	
JL Miller	10/12/07	2.80	348.50	975.80	
ST Park	10/12/07	8.50	195.50	1,661.75	
AC Tebay	10/12/07	.80	187.00	149.60	
RJ Towers	10/12/07	3.50	403.75	1,413.13	
RJ Towers	10/12/07	6.70	403.75	2,705.13	
GL Unterberger	10/12/07	2.50	467.50	1,168.75	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 MP002

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	10/12/07	8.60	446.25	3,837.75	
JB Walsh	10/12/07	5.00	446.25	2,231.25	
DJ De Simone	10/13/07	3.50	348.50	1,219.75	
AR King	10/13/07	8.50	403.75	3,431.88	
ST Park	10/13/07	2.40	195.50	469.20	
RJ Towers	10/13/07	9.40	403.75	3,795.25	
JB Walsh	10/13/07	1.30	446.25	580.13	
JB Walsh	10/13/07	7.60	446.25	3,391.50	
DJ De Simone	10/14/07	.50	348.50	174.25	
AR King	10/14/07	10.50	403.75	4,239.38	
ST Park	10/14/07	3.50	195.50	684.25	
AC Tebay	10/14/07	1.00	187.00	187.00	

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	10/14/07	.30	403.77	121.13	
RJ Towers	10/14/07	3.00	403.75	1,211.25	
RJ Towers	10/14/07	2.40	403.75	969.00	
RJ Towers	10/14/07	1.80	403.75	726.75	
JB Walsh	10/14/07	5.00	446.25	2,231.25	
JB Walsh	10/14/07	2.60	446.25	1,160.25	
FL Ballard, Jr.	10/15/07	2.00	637.50	1,275.00	
DJ De Simone	10/15/07	.30	348.50	104.55	
AR King	10/15/07	5.00	403.75	2,018.75	
WL Kotzen	10/15/07	.50	488.76	244.38	
JL Miller	10/15/07	.80	348.50	278.80	
ST Park	10/15/07	4.30	195.50	840.65	
AC Tebay	10/15/07	2.40	187.00	448.80	
RJ Towers	10/15/07	.30	403.77	121.13	
RJ Towers	10/15/07	.30	403.77	121.13	

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	10/15/07	3.20	403.75	1,292.00	
RJ Towers	10/15/07	.70	403.76	282.63	
RJ Towers	10/15/07	.40	403.75	161.50	
RJ Towers	10/15/07	.80	403.75	323.00	
GL Unterberger	10/15/07	.20	467.50	93.50	
JB Walsh	10/15/07	2.50	446.25	1,115.63	
JB Walsh	10/15/07	8.20	446.25	3,659.25	
FL Ballard, Jr.	10/16/07	2.00	637.50	1,275.00	
AR King	10/16/07	1.00	403.75	403.75	
JL Miller	10/16/07	1.40	348.50	487.90	
ST Park	10/16/07	2.30	195.50	449.65	
RJ Towers	10/16/07	.30	403.77	121.13	
GL Unterberger	10/16/07	.70	467.50	327.25	
JB Walsh	10/16/07	2.00	446.25	892.50	
JB Walsh	10/16/07	3.00	446.25	1,338.75	
FL Ballard, Jr.	10/17/07	.70	637.50	446.25	
JC Grugan	10/17/07	4.80	340.00	1,632.00	

MASTER WORK IN PROCESS REPORT

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BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

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CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	10/17/07	2.70	403.75	1,090.13	
JL Miller	10/17/07	4.90	348.50	1,707.65	
ST Park	10/17/07	4.10	195.50	801.55	
AS Ritterband	10/17/07	1.70	488.75	830.88	
RJ Towers	10/17/07	.30	403.77	121.13	
GL Unterberger	10/17/07	.40	467.50	187.00	
JB Walsh	10/17/07	8.50	446.25	3,793.13	
FL Ballard, Jr.	10/18/07	2.50	637.50	1,593.75	
C Brown	10/18/07	.60	531.25	318.75	
AR King	10/18/07	10.00	403.75	4,037.50	
JL Miller	10/18/07	9.60	348.50	3,345.60	
ST Park	10/18/07	3.20	195.50	625.60	
AS Ritterband	10/18/07	2.20	488.75	1,075.25	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
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RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RJ Towers	10/18/07	.70	403.76	282.63	
RJ Towers	10/18/07	.20	403.75	80.75	
RJ Towers	10/18/07	.30	403.77	121.13	
JB Walsh	10/18/07	4.40	446.25	1,963.50	
JB Walsh	10/18/07	2.50	446.25	1,115.63	
JB Walsh	10/18/07	3.10	446.25	1,383.38	
JC Grugan	10/19/07	.20	340.00	68.00	
WK Kennedy II	10/19/07	1.00	310.25	310.25	
AR King	10/19/07	1.00	403.75	403.75	
JL Miller	10/19/07	.60	348.50	209.10	
ST Park	10/19/07	1.10	195.50	215.05	
BM Pinheiro	10/19/07	.60	348.50	209.10	
RJ Towers	10/19/07	.30	403.77	121.13	
RJ Towers	10/19/07	.30	403.77	121.13	
JB Walsh	10/19/07	3.30	446.25	1,472.63	
JB Walsh	10/19/07	.60	446.25	267.75	
JM Cody	10/21/07	.40	165.75	66.30	
JM Cody	10/22/07	.60	165.75	99.45	
ST Park	10/22/07	2.80	195.50	547.40	

MASTER WORK IN PROCESS REPORT

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UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

03418.00
 036847
 MP002

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AS Ritterband	10/22/07	.90	488.76	439.88	
AC Tebay	10/22/07	4.10	187.00	766.70	
RJ Towers	10/22/07	.60	403.75	242.25	
GL Unterberger	10/22/07	2.10	467.50	981.75	
JB Walsh	10/22/07	.40	446.25	178.50	
FL Ballard, Jr.	10/23/07	2.00	637.50	1,275.00	
MJ Furletti	10/23/07	.50	195.50	97.75	
AR King	10/23/07	3.80	403.75	1,534.25	
VJ Marriott, III	10/23/07	1.20	425.00	510.00	
JL Miller	10/23/07	1.80	348.50	627.30	
ST Park	10/23/07	2.30	195.50	449.65	

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
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INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AS Ritterband	10/23/07	1.50	488.75	733.13	
GL Unterberger	10/23/07	.20	467.50	93.50	
JB Walsh	10/23/07	3.00	446.25	1,338.75	
JB Walsh	10/23/07	.30	446.27	133.88	
FL Ballard, Jr.	10/24/07	2.00	637.50	1,275.00	
JM Cody	10/24/07	.40	165.75	66.30	
MJ Furlletti	10/24/07	6.50	195.50	1,270.75	
RR Goldberg	10/24/07	.50	531.26	265.63	
JC Grugan	10/24/07	1.90	340.00	646.00	
AR King	10/24/07	1.80	403.75	726.75	
JL Miller	10/24/07	.80	348.50	278.80	
ST Park	10/24/07	5.30	195.50	1,036.15	
RJ Towers	10/24/07	.90	403.76	363.38	
RJ Towers	10/24/07	1.30	403.75	524.88	
JB Walsh	10/24/07	2.00	446.25	892.50	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
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03418.00
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INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JB Walsh	10/24/07	2.70	446.25	1,204.88	
FL Ballard, Jr.	10/25/07	2.00	637.50	1,275.00	
KA Crawford	10/25/07	.20	246.50	49.30	
RR Goldberg	10/25/07	3.00	531.25	1,593.75	
JC Grugan	10/25/07	1.00	340.00	340.00	
WK Kennedy II	10/25/07	.80	310.25	248.20	
AR King	10/25/07	2.00	403.75	807.50	
JP McLaughlin	10/25/07	1.80	369.75	665.55	
MT Metzler	10/25/07	.80	369.75	295.80	
JL Miller	10/25/07	3.30	348.50	1,150.05	
ST Park	10/25/07	2.80	195.50	547.40	
BM Pinheiro	10/25/07	.40	348.50	139.40	
AC Tebay	10/25/07	.40	187.00	74.80	
JB Walsh	10/25/07	2.60	446.25	1,160.25	
JB Walsh	10/25/07	2.40	446.25	1,071.00	
JM Cody	10/26/07	.50	165.76	82.88	
KA Crawford	10/26/07	.30	246.50	73.95	

MASTER WORK IN PROCESS REPORT

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
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INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RR Goldberg	10/26/07	6.00	531.25	3,187.50	
WK Kennedy II	10/26/07	.80	310.25	248.20	
AR King	10/26/07	2.50	403.75	1,009.38	
MT Metzler	10/26/07	.20	369.75	73.95	
JL Miller	10/26/07	5.70	348.50	1,986.45	
ST Park	10/26/07	5.30	195.50	1,036.15	
BM Pinheiro	10/26/07	.30	348.50	104.55	
AS Ritterband	10/26/07	.30	488.77	146.63	
AC Tebay	10/26/07	4.10	187.00	766.70	
RJ Towers	10/26/07	.90	403.76	363.38	
RJ Towers	10/26/07	.50	403.76	201.88	
RJ Towers	10/26/07	.30	403.77	121.13	
JB Walsh	10/26/07	3.30	446.25	1,472.63	
JB Walsh	10/26/07	2.90	446.25	1,294.13	

MASTER WORK IN PROCESS REPORT

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UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

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CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	10/27/07	2.30	195.50	449.65	
JM Cody	10/28/07	.40	165.75	66.30	
AC Tebay	10/28/07	3.80	187.00	710.60	
JM Cody	10/29/07	1.20	165.75	198.90	
RR Goldberg	10/29/07	4.00	531.25	2,125.00	
JC Grugan	10/29/07	1.20	340.00	408.00	
AR King	10/29/07	1.20	403.75	484.50	
MT Metzler	10/29/07	.70	369.76	258.83	
JL Miller	10/29/07	2.80	348.50	975.80	
ST Park	10/29/07	5.80	195.50	1,133.90	
BM Pinheiro	10/29/07	1.50	348.50	522.75	
E Quigley	10/29/07	.20	276.25	55.25	
AS Ritterband	10/29/07	.40	488.75	195.50	

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MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AC Tebay	10/29/07	5.10	187.00	953.70	
RJ Towers	10/29/07	.60	403.75	242.25	
GL Unterberger	10/29/07	.30	467.50	140.25	
JB Walsh	10/29/07	.30	446.27	133.88	
JB Walsh	10/29/07	2.20	446.25	981.75	
JM Cody	10/30/07	.90	165.76	149.18	
RR Goldberg	10/30/07	3.50	531.25	1,859.38	
SR Greenberg	10/30/07	2.70	187.00	504.90	
JC Grugan	10/30/07	2.70	340.00	918.00	
SJ Kastenberg	10/30/07	.30	403.77	121.13	
KT Kindig	10/30/07	3.40	195.50	664.70	
AR King	10/30/07	1.00	403.75	403.75	
JP McLaughlin	10/30/07	.50	369.76	184.88	
MT Metzler	10/30/07	2.70	369.75	998.33	

BILLING COORDINATOR: JB Walsh UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania INVOICE NO.: 2007110303
MATTER: PA Transportation Funding Initiatives RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JL Miller	10/30/07	3.80	348.50	1,324.30	
ST Park	10/30/07	6.30	195.50	1,231.65	
AS Ritterband	10/30/07	.20	488.75	97.75	
AC Tebay	10/30/07	3.10	187.00	579.70	
JB Walsh	10/30/07	2.00	446.25	892.50	
JB Walsh	10/30/07	1.00	446.25	446.25	
JM Cody	10/31/07	.80	165.75	132.60	
RR Goldberg	10/31/07	2.00	531.25	1,062.50	
KT Kindig	10/31/07	1.60	195.50	312.80	
AR King	10/31/07	2.80	403.75	1,130.50	
JP McLaughlin	10/31/07	.50	369.76	184.88	
MT Metzler	10/31/07	2.90	369.75	1,072.28	

MASTER WORK IN PROCESS REPORT

11/6/2007 - 1:22 PM

UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

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MP002

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JL Miller	10/31/07	.40	348.50	139.40	
ST Park	10/31/07	5.90	195.50	1,153.45	
AC Tebay	10/31/07	2.50	187.00	467.50	
JB Walsh	10/31/07	.50	446.26	223.13	
JB Walsh	10/31/07	2.00	446.25	892.50	
JB Walsh	10/31/07	1.50	446.25	669.38	
		<u>778.90</u>		<u>286,290.65</u>	

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

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11/6/2007 - 1:22 PM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
FL Ballard, Jr.	36.30	637.50	23,141.25
C Brown	6.20	531.25	3,293.75
LC Clemons	7.30	323.00	2,357.90
JM Cody	16.90	165.75	2,801.22
KA Crawford	.50	246.50	123.25
KR Cunningham	2.40	446.25	1,071.01
DJ De Simone	22.00	348.50	7,667.00
MJ Furetti	7.00	195.50	1,368.50
RR Goldberg	19.00	531.25	10,093.76
SR Greenberg	7.00	187.00	1,309.00
JC Grugan	45.80	340.00	15,572.00
SJ Kastenber	1.60	403.76	646.01
WK Kennedy II	2.60	310.25	806.65
KT Kindig	5.00	195.50	977.50
AR King	99.10	403.75	40,011.67
KA Klock	4.40	263.50	1,159.40
WL Kotzen	5.60	488.75	2,737.01
JA Leckerman	9.10	289.00	2,629.90
VJ Marriott, III	1.20	425.00	510.00
JP McLaughlin	2.80	369.75	1,035.31
MT Metzler	7.30	369.75	2,699.19
JL Miller	54.50	348.50	18,993.25
ST Park	110.40	195.50	21,583.20
BM Pinheiro	2.80	348.50	975.80
E Quigley	2.00	276.25	552.50
AS Ritterband	16.90	488.75	8,259.91
M Sklaroff	2.00	595.00	1,190.00
AC Tebay	28.00	187.00	5,236.00
RJ Towers	78.20	403.75	31,573.40
MH Tucker	9.90	195.50	1,935.45
GL Unterberger	14.30	467.50	6,685.25
JB Walsh	150.80	446.25	67,294.61
	<hr/>		
	778.90		286,290.65
		<hr/>	
		TOTAL TIME	286,290.65

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENTS -----

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
AR King	08/01/07	3	65.54	Long Distance Telephone AT&T TeleConference Services on 7/19/07
AR King	08/01/07	3	7.84	Long Distance Telephone AT&T TeleConference Services on 7/19/07
AR King	08/01/07	3	24.79	Long Distance Telephone AT&T TeleConference Services on 7/27/07
AR King	08/01/07	3	56.00	Long Distance Telephone AT&T TeleConference Services on 7/30/07
JB Walsh	08/09/07	3	2.33	Long Distance Telephone
KR Cunningham	08/21/07	3	2.39	Long Distance Telephone
AR King	08/30/07	3	1.58	Long Distance Telephone
JM Cody	09/05/07	3	1.45	Long Distance Telephone
JC Grugan	09/11/07	19	99.19	Westlaw Research
JC Grugan	09/12/07	19	165.04	Westlaw Research
WB Igoe	09/18/07	19	727.53	Westlaw Research
C Rombeau	09/18/07	19	64.43	Westlaw Research
JC Grugan	09/18/07	19	39.80	Westlaw Research
WB Igoe	09/19/07	19	597.00	Westlaw Research
C Rombeau	09/19/07	19	5.78	Westlaw Research
WB Igoe	09/20/07	19	543.12	Westlaw Research
WB Igoe	09/21/07	19	197.08	Westlaw Research
AR King	09/21/07	3	1.30	Long Distance Telephone
AR King	09/24/07	87	109.98	Business Meals Meal from Pixkles Plus Catering (Ballard). Meeting Subject: ""

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007110303
 03418.00
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
WB Igoe	09/24/07	19	161.00	Westlaw Research
JB Walsh	09/24/07	99	10,000.00	Miscellaneous Intralinks, Inc. New workspace - initial amount due to Intralinks, which is providing an on-line electronic data room for bidder due diligence
WB Igoe	09/25/07	19	505.87	Westlaw Research
E Quigley	09/26/07	19	39.58	Westlaw Research
E Quigley	09/27/07	19	186.69	Westlaw Research
E Quigley	09/28/07	19	5.84	Westlaw Research
JB Walsh	09/28/07	87	180.77	Business Meals Meal from Tastebuds Market & Catering (BS). Meeting Subject: "Commonwealth of Pennsylvania"
JB Walsh	09/28/07	1	.90	Duplicating 9 Copies
JB Walsh	09/28/07	1	.80	Duplicating 8 Copies
JB Walsh	09/28/07	1	.80	Duplicating 8 Copies
JB Walsh	09/28/07	1	22.50	Duplicating 225 Copies
GL Unterberger	09/28/07	1	4.50	Duplicating 45 Copies
JB Walsh	09/28/07	1	1.20	Duplicating 12 Copies
ST Park	09/28/07	1	10.80	Duplicating 108 Copies
JP McLaughlin	09/28/07	1	3.00	Duplicating 30 Copies
JB Walsh	10/01/07	1	.90	Duplicating 9 Copies
JB Walsh	10/01/07	3	134.37	Long Distance Telephone AT&T TeleConference Services 9/28/07
ST Park	10/01/07	61	12.92	Lexis Research
ST Park	10/02/07	1	1.80	Duplicating 18 Copies
JB Walsh	10/02/07	1	1.00	Duplicating 10 Copies

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	10/02/07	1	2.00	Duplicating 20 Copies
ST Park	10/02/07	1	12.50	Duplicating 125 Copies
JB Walsh	10/02/07	1	4.50	Duplicating 45 Copies
JB Walsh	10/02/07	1	23.00	Duplicating 230 Copies
JB Walsh	10/03/07	1	.10	Duplicating 1 Copy
GL Unterberger	10/03/07	1	1.50	Duplicating 15 Copies
JB Walsh	10/04/07	1	.20	Duplicating 2 Copies
JB Walsh	10/04/07	1	1.10	Duplicating 11 Copies
JB Walsh	10/04/07	1	15.60	Duplicating 156 Copies
MH Tucker	10/04/07	19	111.31	Westlaw Research
MH Tucker	10/05/07	19	27.96	Westlaw Research
SR Greenberg	10/05/07	19	185.72	Westlaw Research
RJ Towers	10/05/07	1	16.40	Duplicating 164 Copies
JC Grugan	10/06/07	1	1.90	Duplicating 19 Copies
JC Grugan	10/06/07	19	73.56	Westlaw Research
JB Walsh	10/09/07	87	26.95	Business Meals Lunch after business meeting - JB Walsh
JB Walsh	10/09/07	1	12.30	Duplicating 123 Copies
JB Walsh	10/09/07	1	12.50	Duplicating 125 Copies
TA Sutkowski III	10/10/07	1	26.20	Duplicating 262 Copies
KA Klock	10/10/07	1	10.10	Duplicating 101 Copies
TA Sutkowski III	10/10/07	1	8.90	Duplicating 89 Copies
JB Walsh	10/12/07	1	1.40	Duplicating 14 Copies

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	10/12/07	1	.10	Duplicating 1 Copy
GL Unterberger	10/12/07	1	.70	Duplicating 7 Copies
JB Walsh	10/12/07	1	9.40	Duplicating 94 Copies
ST Park	10/12/07	1	8.20	Duplicating 82 Copies
ST Park	10/12/07	1	4.10	Duplicating 41 Copies
ST Park	10/12/07	89	99.08	Travel Expenses Travel expenses-- 10/12-10/13 - S. Park - miles/pkgng
A Accounting	10/12/07	35	9.33	Delivery Service Federal Express 1 package
A Accounting	10/12/07	35	9.33	Delivery Service Federal Express 1 package
A Accounting	10/12/07	35	6.58	Delivery Service Federal Express / 1 package
JB Walsh	10/13/07	89	31.64	Travel Expenses Pkng & mileage - 10/13-10/14 - B. Walsh
RJ Towers	10/13/07	89	11.00	Travel Expenses OT pkng - 10/13 - R. Towers
DJ De Simone	10/13/07	89	11.00	Travel Expenses Pkng expenses - 10/13 - D. DeSimone
JP McLaughlin	10/13/07	1	1.20	Duplicating 12 Copies
ST Park	10/14/07	1	.60	Duplicating 6 Copies
JB Walsh	10/15/07	1	.20	Duplicating 2 Copies
ST Park	10/15/07	89	29.00	Travel Expenses Travel expenses - 10/15-10/16 - S. Park - pkng
AC Tebay	10/15/07	19	130.42	Westlaw Research
JB Walsh	10/16/07	1	14.90	Duplicating 149 Copies
JB Walsh	10/17/07	1	.40	Duplicating 4 Copies
JJ Duden IV	10/17/07	1	.20	Duplicating 2 Copies
AC Tebay	10/17/07	19	863.23	Westlaw Research

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2007110303
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JC Grugan	10/17/07	19	151.09	Westlaw Research
JC Grugan	10/17/07	19	13.86	Westlaw Research
JC Grugan	10/17/07	19	31.98	Westlaw Research
JB Walsh	10/18/07	89	127.76	Travel Expenses Travel to Harrisburg for mtg - 10/18 - B. Walsh - miles/pkng/tolls
JB Walsh	10/18/07	1	13.00	Duplicating 130 Copies
ST Park	10/23/07	1	19.90	Duplicating 199 Copies
JL Miller	10/23/07	87	33.24	Business Meals Meeting on Turnpike in Harrisburg
ST Park	10/23/07	19	15.67	Westlaw Research
RR Goldberg	10/25/07	1	13.50	Duplicating 135 Copies
JB Walsh	10/25/07	1	.80	Duplicating 8 Copies
JB Walsh	10/26/07	1	.30	Duplicating 3 Copies
AC Tebay	10/26/07	19	46.75	Westlaw Research
AC Tebay	10/26/07	61	36.72	Lexis Research
AC Tebay	10/28/07	19	39.45	Westlaw Research
ST Park	10/29/07	19	21.45	Westlaw Research
AC Tebay	10/29/07	19	33.81	Westlaw Research
KT Kindig	10/30/07	1	.50	Duplicating 5 Copies

GROSS UNBILLED DISBURSEMENTS

16,403.50

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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MP002

INVOICE NO.: 2007110303
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	286.40
19	Westlaw Research	5,084.21
3	Long Distance Telephone	297.59
35	Delivery Service	25.24
61	Lexis Research	49.64
87	Business Meals	350.94
89	Travel Expenses	309.48
99	Miscellaneous	10,000.00
		<hr/>
		16,403.50

TOTAL EXPENSES 16,403.50

T&T TeleConference Services



ACCOUNT ID:
CUSTOMER:
ACCOUNT CODE:

[REDACTED]
BALLARD SPAHR ANDREWS & INGERSOLL LLP
PHILADELPHIA

BILL DATE: AUG 01 2007

CONFERENCE ID:
OST NAME: ADRIAN R KING JR
OST NUMBER: [REDACTED]

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFeree	RSV DI	07/19/2007	01:59pm	73	7.30
2. CONFeree	RSV DI	07/19/2007	01:59pm	73	7.30
3. CONFeree	RSV DI	07/19/2007	02:01pm	72	7.20
4. ADRIAN R KING	RSV DI	07/19/2007	02:01pm	71	7.10
5. CONFeree	RSV DI	07/19/2007	02:01pm	71	7.10
6. CONFeree	RSV DI	07/19/2007	02:01pm	71	7.10
7. CONFeree	RSV DI	07/19/2007	02:02pm	71	7.10

UBTOTAL				502	50.20
UNIVERSAL CONNECTIVITY CHARGE					5.67
ADMINISTRATIVE EXPENSE FEE					0.44
PROPERTY TAX ALLOTMENT					1.24
FEDERAL REGULATORY FEE					0.80
TAXES					7.19

TOTAL FOR CONFERENCE ID: [REDACTED]

502 \$65.54



ACCOUNT ID: [REDACTED]
CUSTOMER: BALLARD SPAHR ANDREWS & INGERSOLL LLP
ACCOUNT CODE: PHILADELPHIA

BILL DATE: AUG 01 2007

DETAIL OF SERVICE USAGE

CONFERENCE: [REDACTED]
DESCRIPTION: [REDACTED]
HOST NAME: ADRIAN R KING JR
HOST NUMBER: [REDACTED]

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFEREE	RSV DI	07/19/2007	04:57pm	32	3.20
2. ADRIAN R KING	RSV DI	07/19/2007	05:01pm	28	2.80
				60	6.00
JBTOTAL					0.68
UNIVERSAL CONNECTIVITY CHARGE					0.05
ADMINISTRATIVE EXPENSE FEE					0.15
PROPERTY TAX ALLOTMENT					0.10
FEDERAL REGULATORY FEE					0.86
TAXES					
TOTAL FOR CONFERENCE ID: [REDACTED]				60	\$7.84

AT&T TeleConference Services



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: AUG 01 2007

DETAIL OF SERVICE USAGE

___ITEM___ ___QTY___ ___TYPE___ ___DATE___ ___TIME___ ___MINUTES___ ___TOTAL___

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
 DESCRIPTION: [REDACTED]
 HOST NAME: ADRIAN R KING JR
 HOST NUMBER: [REDACTED]

RESERVED MINUTES: 180
 RESERVED CONNECTIONS: 50 DIAL-IN

ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
1. CONFeree		RSV DI	07/27/2007	09:29am	23	2.30
2. CONFeree		RSV DI	07/27/2007	09:30am	23	2.30
3. CONFeree		RSV DI	07/27/2007	09:30am	22	2.20
4. CONFeree		RSV DI	07/27/2007	09:31am	22	2.20
5. CONFeree		RSV DI	07/27/2007	09:31am	21	2.10
6. CONFeree		RSV DI	07/27/2007	09:31am	21	2.10
7. ADRIAN R KING		RSV DI	07/27/2007	09:32am	21	2.10
8. CONFeree		RSV DI	07/27/2007	09:33am	20	2.00
9. CONFeree		RSV DI	07/27/2007	09:36am	17	1.70

SUBTOTAL	190	19.00
UNIVERSAL CONNECTIVITY CHARGE		2.15
ADMINISTRATIVE EXPENSE FEE		0.17
PROPERTY TAX ALLOTMENT		0.47
FEDERAL REGULATORY FEE		0.30
TAXES		2.70

TOTAL FOR CONFERENCE ID: [REDACTED] 190 \$24.79



ACCOUNT ID:
CUSTOMER:

[REDACTED]

BILL DATE: AUG 01 2007

ACCOUNT CODE:

BALLARD SPAHR ANDREWS & INGERSOLL LLP
PHILADELPHIA

DETAIL OF SERVICE USAGE

____ITEM____ _QTY_ _TYPE_ _DATE_ _TIME_ _MINUTES_ _TOTAL_

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
DESCRIPTION: [REDACTED]
OST NAME: ADRIAN R KING JR
OST NUMBER: [REDACTED]

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
1. CONFeree		RSV DI	07/30/2007	08:26am	76	7.60
2. CONFeree		RSV DI	07/30/2007	08:29am	90	9.00
3. CONFeree		RSV DI	07/30/2007	08:31am	70	7.00
4. CONFeree		RSV DI	07/30/2007	08:31am	71	7.10
5. ADRIAN R KING		RSV DI	07/30/2007	08:31am	71	7.10
6. CONFeree		RSV DI	07/30/2007	08:33am	1	0.10
7. CONFeree		RSV DI	07/30/2007	08:51am	32	3.20
8. CONFeree		RSV DI	07/30/2007	09:24am	18	1.80

UBTOTAL					429	42.90
UNIVERSAL CONNECTIVITY CHARGE						4.85
ADMINISTRATIVE EXPENSE FEE						0.38
PROPERTY TAX ALLOTMENT						1.06
FEDERAL REGULATORY FEE						0.68
TAXES						6.13

TOTAL FOR CONFERENCE ID: [REDACTED]

429 \$56.00

RESERVED

Date	Reservation	Office/Dept	GLID/File#	Vendor	Business Purpc	Order Tot.
Time	Order#	User	Name		Subject	

9/24/2007

1:00:00 PM

614344

6443 Adrian R. King

036847

Pikkas Plus Catering
(Ballard)

Client Business

\$109.98

Date	Reservation Time	Order#	Office/Dept User	GLID/File# Name	Vendor	Business Purpc Subject	Order Tot.
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9/28/2007		139623		039847	Tastebuds Market & Catering (BS)	Client Business	\$180.77
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11:00:00 AM		617369	0316 J. Brian Walsh			Commonwealth of Pennsylvania	
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BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP
DAILY EXPENSE DIARY

Name Brian Walsh Attorney # 0316 Date Submitted 10/9 2007
Business Purposes or Activity lunch after business mtg.

EXPENSE ITEMIZATION

From													
To													
To													
Item No.	Expense Description	Sun	Mon	Tue	Wed	Thurs	Fri	Sat	TOTALS				
TRAVEL	1. AUTO. _____ cents per MILES												
	2. Car Rental												
	3. Parking/ Tolls												
	4. Air/Bus/Rail												
	5. Limousine/Taxi												4.00
	6. Tips				4.00								
LODGING	7. Room Charge												
	8. Hotel Tips												
MEALS	9. *Breakfast												22.95
	10. *Lunch			22.95									
	11. *Dinner												
MISC.	12. *Entertainment (Explain Below)												
	13. Telephone												
	14.												
	15.												
	16.												
TOTAL EXPENSES													26.95

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS)
* BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

TAX SUBSTANTIATION

* DESCRIPTION CODES	C. Goodwill meal without business discussion
A. Meal on Travel Status, without guests	D. Other (Explain)
B. Meal, before, during or after business activity/discussion	

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed
9/10	\$26.95	B	Marathon Grill	Bob Shea (PA Dept. of Trans)	1-80 leases

81 ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION (")			TOTAL EXPENSES	26.95
Charge to:	Client/Matter	Firm	CASH ADVANCED	
Acct. Name	Com. of PA		DUE FIRM	
Acct. #	036847		DUE EMPLOYEE	\$26.95
* Amount				

Approved: _____ Signed: [Signature] Paid to or credit personal account of: _____

THIS FORM MUST BE RETAINED AND FILED IN CASE BY THE PERSON NAMED HEREIN

MARATHON GRILL #4

1816 Market Street
Philadelphia, PA 19103

Call: 561-1818

WWW.MARATHONRESTAURANTS.COM

10/09/07 02:01p

In#02:01p Server:HENRY S. (Master)
Chk#00405 Table#44 Cust#2

QTY:	ITEM	PRICE
1	EAT IN	0.00
2	LG ICED TEA	3.00
1	RST PRK SND SP	9.50
1	TRKY GRL PS SP	8.95

Total Purchases 21.45
FOOD TAX: 1.50

Bill Total: 22.95

Handwritten:
\$4.00
HP

AMOUNT DUE: 22.95

PLEASE PAY CASHIER!

THANK YOU!

CHICKEN #00405

BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP
DAILY EXPENSE DIARY

name Steve Paul Attorney # 7143 Date Submitted 10-15-07

Business Purposes or Activity Travel Expenses

EXPENSE ITEMIZATION

From		Sun / /	Mon / /	Tue / /	Wed / /	Thurs / /	Fri 10/12/07	Sat 10/13/07	TOTALS
To									
To									
Item No.	Expense Description								
TRAVEL	1. AUTO. ^{14¢} cents per MILES							64.08	64.08
	2. Car Rental							24.00	11.00
	3. Parking/Tolls								8.00
	4. Air/Bus/Rail								
	5. Limousine/Taxi								
	6. Tips								
LODGING	7. Room Charge								
	8. Hotel Tips								
MEALS	9. *Breakfast								
	10. *Lunch								
	11. *Dinner								
MISC.	12. *Entertainment (Explain Below)								
	13. Telephone								
	14.								
	15.								
	16.								
	TOTAL EXPENSES							24.00	75.08
									99.08

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS)
* BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

TAX SUBSTANTIATION

* DESCRIPTION CODES	C. Goodwill meal without business discussion
A. Meal on Travel Status, without guests	D. Other (Explain)
B. Meal, before, during or after business activity/discussion	

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed

RECEIVED
OCT 17 2007
REC'D

ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION ()

Charge to:	Client/Matter <u>29</u>	Firm
Acct. Name		
Acct. #	<u>#036847</u>	
* Amount	<u>199.08</u>	

TOTAL EXPENSES	99.08
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	99.08

Approved _____ Signed [Signature] Paid to or credit personal account of:

1701 MARKET ST
GARAGE
RECEIPT K4

ENTRY TIME:
10/13/07 09:32
EXIT TIME:
10/13/07 11:23
PARK-DUR.: HRS:MIN
0:01:56
AMOUNT:
\$ 11.00

KIND OF PAYMENT:

AUTH. CODE 532131

THANK YOU FOR YOUR
VISIT

003602101220032007
1700 Market Street
Central Parking System

Entry Time:
10/12/07 10:33 AM
Exit Time:
10/12/07 8:03 PM
Duration: 0d. 9h. 30m.
Pay Station: 2
Iran: 36
Ticket# 48258

default \$ 24.00

Total:

\$ 24.00

Tender: \$ 0.00

\$ 24.00

Change: \$ 0.00



Invoice Number 2-311-95208	Invoice Date Oct 12, 2007	Account Number [REDACTED]	Page 28 of 91
--------------------------------------	-------------------------------------	-------------------------------------	-------------------------

Tracking ID: [REDACTED] continued

Svc Area	A1	Fuel Surcharge	1.39
Signed by	L.ROSKOVICS	Discount	-12.25
FedEx Use	00000000/0000252/_	Total Charge	USD \$11.29

[REDACTED] Reference Subtotal USD \$22.58

Picked up: Oct 03, 2007 Cust. Ref: [REDACTED] Ref.#2:
 Payer: Shipper Ref.#3:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 14.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WBUS	Sender	Recipient
Tracking ID	[REDACTED]	Steve T Park	Andrew Gordon
Service Type	FedEx Priority Overnight	Ballard Spahr	Pennsylvania Dept. of Transpor
Package Type	FedEx Pak	1735 Market Street	400 North St
Zone	02	PHILADELPHIA PA 19103 US	HARRISBURG PA 17120 US
Packages	1		
Rated Weight	1.0 lbs, 0.5 kgs		
Delivered	Oct 04, 2007 09:04	Transportation Charge	17.40
Svc Area	A1	Discount	-9.22
Signed by	K.KENLEY	Fuel Surcharge	1.15
FedEx Use	00000000/0001486/_	Total Charge	USD \$9.33

Picked up: Oct 03, 2007 Cust. Ref: [REDACTED] Ref.#2:
 Payer: Shipper Ref.#3:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 14.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WBUS	Sender	Recipient
Tracking ID	[REDACTED]	Steve T Park	Robert Shea
Service Type	FedEx Priority Overnight	Ballard Spahr	Pennsylvania Dept. of Transpor
Package Type	FedEx Pak	1735 Market Street	400 North St
Zone	02	PHILADELPHIA PA 19103 US	HARRISBURG PA 17120 US
Packages	1		
Rated Weight	1.0 lbs, 0.5 kgs		
Delivered	Oct 04, 2007 09:04	Transportation Charge	17.40
Svc Area	A1	Discount	-9.22
Signed by	K.KENLEY	Fuel Surcharge	1.15
FedEx Use	00000000/0001486/_	Total Charge	USD \$9.33

Picked up: Oct 04, 2007 Cust. Ref: [REDACTED] Ref.#2:
 Payer: Shipper Ref.#3:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 14.00% to this shipment.
- Distance Based Pricing, Zone 2

Automation	WBUS	Sender	Recipient
Tracking ID	[REDACTED]	Adrian R King	Andrew S. Gordon, Esq.
Service Type	FedEx Standard Overnight	Ballard Spahr	Department of Transportation
Package Type	FedEx Envelope	1735 Market Street	400 North St
Zone	02	PHILADELPHIA PA 19103 US	HARRISBURG PA 17120 US
Packages	1		
Rated Weight	N/A		
Delivered	Oct 05, 2007 09:33	Transportation Charge	12.45
Svc Area	A1	Discount	-6.68
Signed by	C.OUTLAW	Fuel Surcharge	0.81
FedEx Use	00000000/0000200/_	Total Charge	USD \$6.58

Reference Subtotal USD \$25.24

BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP

DAILY EXPENSE DIARY

Name Brian Walsh Attorney # 0316 Date Submitted 10/15 2007

Business Purposes or Activity Parking + mileage (coming into office)

EXPENSE ITEMIZATION

From		Sun	Mon	Tue	Wed	Thurs	Fri	Sat	TOTALS
To		10/14/07	11	11	11	11	11	10/15/07	
Item No.	Expense Description								
TRAVEL	1. AUTO. ⁴⁰ / ₁₂ cents per MILES	5 82						5 82	11 64
	2. Car Rental								
	3. Parking/ Tolls	10 00						10 00	20 60
	4. Air/Bus/Rail								
	5. Limousine/Taxi								
	6. Tips								
LODGING	7. Room Charge								
	8. Hotel Tips								
MEALS	9. *Breakfast								
	10. *Lunch								
MISC.	11. *Dinner								
	12. *Entertainment (Explain Below)								
	13. Telephone								
	14.								
	15.								
	16.								
TOTAL EXPENSES		15 82						15 82	31 64

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS)
 * BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

TAX SUBSTANTIATION

* DESCRIPTION CODES	C. Goodwill meal without business discussion
A. Meal on Travel Status, without guests	D. Other (Explain)
B. Meal, before, during or after business activity/discussion	

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed

OCT 15 REC'D

ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION () (89)

Charge to:	Client/Matter	Firm
Acct. Name	Com of PA	
Acct. #	036847	
* Amount		

TOTAL EXPENSES	31.64
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	\$ 31.64

Approved _____ Signed BW Paid to or credit personal account of: _____

THIS FORM MUST BE RETAINED FOR FOUR (4) YEARS BY THE PERSON NAMED HEREIN

706615101317462007

Logan Square
Operated By InterPark

Entry Time:
10/13/07 8:30 AM
Exit Time:
10/13/07 5:46 PM
Duration: Od. 9h. 16m.
Pay Station: 15
Tran: 7066
Ticket# 01447

default \$ 10.00

Total:
\$ 10.00
Tender: \$ 10.00
Change: \$ 0.00

Thank You For
Parking With Us

*This ~~has~~ been
should have
attached to B Walsh's
expense acct which
was submitted
yesterday.*

Thanks.

10/15/07

OCT 16 REC'D

**BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP
DAILY EXPENSE DIARY**

Name Randall J. Towers Attorney # 1304 Date Submitted 10/15, 2007
 Business Purposes or Activity Sat. work

EXPENSE ITEMIZATION

From																			
To																			
To																			
Item No.	Expense Description	Sun	Mon	Tue	Wed	Thurs	Fri	Sat	SUN	TOTALS									
		1 1	1 1	1 1	1 1	1 1	1 1	10/12/07											
TRAVEL	1. AUTO. _____ cents per MILES																		
	2. Car Rental																		
	3. Parking/ Tolls												11.00	11.00					
	4. Air/Bus/Rail																		
	5. Limousine/Taxi																		
	6. Tips																		
LODGING	7. Room Charge																		
	8. Hotel Tips																		
	9. *Breakfast																		
MEALS	10. *Lunch																		
	11. *Dinner																		
MISC.	12. *Entertainment (Explain Below)																		
	13. Telephone																		
	14.																		
	15.																		
	16.																		
	TOTAL EXPENSES															11.00	11.00		

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS)
 * BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

TAX SUBSTANTIATION

* DESCRIPTION CODES	C. Goodwill meal without business discussion
A. Meal on Travel Status, without guests	D. Other (Explain)
B. Meal, before, during or after business activity/discussion	

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed

OCT 16 REC'D

ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION () 84

Charge to:	Client/Matter	Firm
Acct. Name	<u>Com. of Pa. / Pa. Turnpike</u>	
Acct. #	<u>036847</u>	
* Amount	<u>\$11.00</u>	

TOTAL EXPENSES	<u>11.00</u>
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	<u>11.00</u>

Approved	Signed <u>R. Towers</u>	Paid to or credit personal account of:
----------	-------------------------	--

Charge to
PA Turnpike

006602101317532007
1700 Market Street
Central Parking System

Entry Time:
10/13/07 8:59 AM
Exit Time:
10/13/07 5:53 PM
Duration: 0d. 8h. 54m.
Pay Station: 2
Iran: 66
Tickets: 12308

default \$ 11.00

Total

\$ 1.00

Tender \$ 0.00

~~XXXXXXXXXX~~ \$ 11.00

Change ~~XXXXXXXXXX~~ \$ 0.00

5101241813

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500
FAX: 215-684-8999

Invoice Date: November 28, 2007
Invoice No.: 2007116521

12/18/07

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

PO 4300008737
line 02 - legal services
receive ~~644,640.47~~
\$ 58,741.03

* - See page 2.

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative from November 1, 2007 through November 27, 2007 including: review of responses to the Commonwealth's request for qualifications for a concession agreement of the Pennsylvania Turnpike with a private party; discussions and telephone calls with various Commonwealth representatives, bidder representatives and Turnpike Commission representatives regarding "due diligence" materials to be reviewed by potential bidders for the Pennsylvania Turnpike concession; discussions with URS, engineers to the Commonwealth, in connection with the potential concession lease of the Pennsylvania Turnpike; updating due diligence information in the electronic data room; review of bidders' comments on draft concession agreement; research and analysis regarding the legal opinion to be delivered by Ballard Spahr in connection with the execution and delivery of the concession agreement; discussions and telephone conversations, e-mails and meetings with representatives of the Commonwealth, PennDOT, other Pennsylvania state agencies, Morgan Stanley, URS, Mayer Brown and others. The fees are calculated based on a 15% discount of our standard

hourly rates.

Total Fees

\$56,962.05

DISBURSEMENTS

Duplicating	2.40
Westlaw Research	1,106.94
Long Distance Telephone	51.04
Lexis Research	445.24
Business Meals	68.36
Travel Expenses	105.00

Total Disbursements

\$1,778.98

Total Current Charges

\$58,741.03

Total Due This Invoice

\$58,741.03 ✓

Plus: Unpaid Prior Balance

\$555,899.44

TOTAL AMOUNT DUE

\$614,640.47

* posted #5001917691 12/17/07 LgA
 * Reversed \$614,640.47 # 5001919170 12/18/07 LgA
 ✓ * received - posted \$58,741.03 # 5001919196 12/18/07 LgA

"I certify the service/supplies represented by this invoice were received in satisfactory condition for use by the Pennsylvania Department of Transportation. I also certify the charges shown on this invoice are correct. Therefore, I approve payment be made."

Signature

Date

hourly rates.

Total Fees

\$56,962.05

DISBURSEMENTS

Duplicating	2.40
Westlaw Research	1,106.94
Long Distance Telephone	51.04
Lexis Research	445.24
Business Meals	68.36
Travel Expenses	105.00

Total Disbursements

\$1,778.98

Total Current Charges

\$58,741.03

Total Due This Invoice

\$58,741.03 ✓

Plus: Unpaid Prior Balance

\$555,899.44

TOTAL AMOUNT DUE

\$614,640.47

* posted #5001917691 12/17/07 LgA
 * Reversed \$614,640.47 # 5001919170 12/18/07 LgA
 ✓ * received - posted \$58,741.03 # 5001919196 12/18/07 LgA

"I certify the service/supplies represented by this invoice were received in satisfactory condition for use by the Pennsylvania Department of Transportation. I also certify the charges shown on this invoice are correct. Therefore, I approve payment be made."

Signature

Date

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-685-8500

FAX: 215-864-8999

REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2007116521
Date: November 28, 2007

Fee Amount	\$56,962.05
Disbursement Amount	<u>\$1,778.98</u>
Total Current Charges	\$58,741.03
Total Due This Invoice	\$58,741.03
Plus: Unpaid Prior Balance	<u>\$555,899.44</u>
TOTAL AMOUNT DUE	<u><u>\$614,640.47</u></u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KT Kindig	11/01/07	.40	195.50	78.20	
AR King	11/01/07	1.80	403.75	726.75	
JP McLaughlin	11/01/07	1.20	369.75	443.70	
JL Miller	11/01/07	1.60	348.50	557.60	
ST Park	11/01/07	4.90	195.50	957.95	
AC Tebay	11/01/07	3.00	187.00	561.03	
RJ Towers	11/01/07	.20	403.75	80.75	
RJ Towers	11/01/07	.30	403.77	121.13	
JB Walsh	11/01/07	.80	446.25	357.00	
JB Walsh	11/01/07	1.00	446.25	446.25	
JB Walsh	11/01/07	.70	446.26	312.38	
JM Cody	11/02/07	.70	165.76	116.03	
AR King	11/02/07	1.00	403.75	403.75	
ST Park	11/02/07	2.90	195.50	566.95	
AC Tebay	11/02/07	1.50	187.00	280.50	
JB Walsh	11/02/07	.50	446.26	223.13	

Client File Copy

11/29/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 20071116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
ST Park	11/03/07	2.10	195.50	410.55	
AC Tebay	11/04/07	2.80	187.00	523.60	
RR Goldberg	11/05/07	1.50	531.25	796.88	
KT Kindig	11/05/07	2.70	195.50	527.85	
MT Metzler	11/05/07	.50	369.76	184.88	
ST Park	11/05/07	2.40	195.50	469.20	
AC Tebay	11/05/07	2.10	187.00	392.70	
JB Walsh	11/05/07	.10	446.30	44.63	
JB Walsh	11/05/07	.60	446.25	267.75	
JB Walsh	11/05/07	1.30	446.25	580.13	
JM Cody	11/06/07	.30	165.77	49.73	
KR Cunningham	11/06/07	.80	446.25	357.00	
RR Goldberg	11/06/07	1.00	531.25	531.25	
AR King	11/06/07	2.00	403.75	807.50	
MT Metzler	11/06/07	.60	369.75	221.85	
ST Park	11/06/07	1.80	195.50	351.90	

Client File Copy

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AS Ritterband	11/06/07	.10	488.80	48.88	
AC Tebay	11/06/07	4.20	187.00	785.40	
JB Walsh	11/06/07	.30	446.27	133.88	
JB Walsh	11/06/07	.50	446.26	223.13	
KR Cunningham	11/07/07	1.80	446.25	803.25	
RR Goldberg	11/07/07	1.50	531.25	796.88	
JC Grugan	11/07/07	1.60	340.00	544.00	
KT Kindig	11/07/07	.30	195.50	58.65	
MT Metzler	11/07/07	1.80	369.75	665.55	
ST Park	11/07/07	1.10	195.50	215.05	
AS Ritterband	11/07/07	.40	488.75	195.50	
AC Tebay	11/07/07	2.40	187.00	448.80	
RJ Fowers	11/07/07	1.60	403.75	646.00	
JB Walsh	11/07/07	.20	446.25	89.25	
JB Walsh	11/07/07	1.80	446.25	803.25	
JB Walsh	11/07/07	.20	446.25	89.25	

Client File Copy

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

PAGE 4

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
KR Cunningham	11/08/07	1.80	446.25	803.25	
SR Greenberg	11/08/07	.30	187.00	56.10	
WK Kennedy II	11/08/07	.60	310.25	186.15	
KT Kindig	11/08/07	.30	195.50	58.65	
AR King	11/08/07	1.00	403.75	403.75	
MP Metzler	11/08/07	.20	369.75	73.95	
JL Miller	11/08/07	.90	348.50	313.65	
ST Park	11/08/07	1.90	195.50	371.45	
AS Ritterband	11/08/07	.20	488.75	97.75	
AC Tebay	11/08/07	1.60	187.00	299.20	
RJ Towers	11/08/07	.20	403.75	80.75	
RJ Towers	11/08/07	.30	403.77	121.13	
JB Walsh	11/08/07	.30	446.27	133.88	
JB Walsh	11/08/07	1.60	446.25	714.00	
JM Cody	11/09/07	.20	165.75	33.15	
T Flick	11/09/07	2.10	195.50	410.55	
RR Goldberg	11/09/07	1.50	531.25	796.88	

Client File Copy

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB WALSH

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB WALSH

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	11/09/07	3.50	403.75	1,413.13	
ST Park	11/09/07	1.50	195.50	293.25	
AS Ritterband	11/09/07	.20	488.75	97.75	
AC Tebay	11/09/07	1.60	187.00	299.20	
ST Park	11/10/07	.90	195.50	175.95	
T Flick	11/12/07	1.00	195.50	195.50	
ST Park	11/12/07	1.80	195.50	351.90	
AC Tebay	11/12/07	2.30	187.00	430.10	
JB Walsh	11/12/07	.40	446.25	178.50	
JM Cody	11/13/07	.70	165.76	116.03	
ST Park	11/13/07	1.90	195.50	371.45	
JM Cody	11/14/07	.80	165.75	132.60	

Client File Copy

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

PAGE 6

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 20071116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
SR Greenberg	11/14/07	1.90	187.00	355.30	
JC Grugan	11/14/07	.30	340.00	102.00	
AR King	11/14/07	2.00	403.75	807.50	
ST Park	11/14/07	2.10	195.50	410.55	
RJ Towers	11/14/07	.30	403.77	121.13	
FL Ballard, Jr.	11/15/07	1.00	637.50	637.50	
SR Greenberg	11/15/07	5.40	187.00	1,009.80	
SR Greenberg	11/15/07	.50	187.00	93.50	
AR King	11/15/07	3.00	403.75	1,211.25	
ST Park	11/15/07	1.80	195.50	351.90	
AC Tebay	11/15/07	2.80	187.00	523.60	
JB Walsh	11/15/07	2.00	446.25	892.50	
JB Walsh	11/15/07	.80	446.25	357.00	
JM Cody	11/16/07	.60	165.75	99.45	

Client File Copy

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
RR Goldberg	11/16/07	1.00	531.25	531.25	
JL Miller	11/16/07	.40	348.50	139.40	
ST Park	11/16/07	4.10	195.50	801.55	
ST Park	11/17/07	5.90	195.50	1,153.45	
JM Cody	11/18/07	.40	165.75	66.30	
ST Park	11/18/07	4.30	195.50	840.65	
AC Tebay	11/18/07	1.40	187.00	261.80	
JM Cody	11/19/07	1.40	165.75	232.05	
RR Goldberg	11/19/07	.80	531.25	425.00	
AR King	11/19/07	1.00	403.75	403.75	
JL Miller	11/19/07	.40	348.50	139.40	
ST Park	11/19/07	4.80	195.50	938.40	
AC Tebay	11/19/07	1.10	187.00	205.70	
JB Walsh	11/19/07	.20	446.25	89.25	
JB Walsh	11/19/07	.70	446.26	312.38	
JM Cody	11/20/07	.70	165.76	116.03	
RR Goldberg	11/20/07	3.00	531.25	1,593.75	

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2007116521
03418.00
036847
RELATIONSHIP PARTNER: KM Jarin
MPO02
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
AR King	11/20/07	1.80	403.75	726.75	
ST Park	11/20/07	2.90	195.50	566.95	
RJ Towers	11/20/07	.40	403.75	161.50	
JB Walsh	11/20/07	2.50	446.25	1,115.63	
JB Walsh	11/20/07	.60	446.25	267.75	
JM Cody	11/21/07	.70	165.76	116.03	
KR Cunningham	11/21/07	.80	446.25	357.00	
AR King	11/21/07	2.50	403.75	1,009.38	
ST Park	11/21/07	1.20	195.50	234.60	
AS Ritterband	11/21/07	1.10	488.75	537.63	
RJ Towers	11/21/07	.30	403.77	121.13	
ST Park	11/22/07	.60	195.50	117.30	
JL Miller	11/23/07	.40	348.50	139.40	
RJ Towers	11/23/07	.40	403.75	161.50	
AR King	11/26/07	3.50	403.75	1,413.13	

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

PAGE 9

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT	DESCRIPTION
JL Miller	11/26/07	.90	348.50	313.65	
ST Park	11/26/07	3.80	195.50	742.90	
RJ Towers	11/26/07	1.20	403.75	484.50	
RJ Towers	11/26/07	.30	403.77	121.13	
ST Park	11/27/07	5.60	195.50	1,094.30	
RJ Towers	11/27/07	.40	403.75	161.50	
RJ Towers	11/27/07	.30	403.77	121.13	
JB Walsh	11/27/07	6.00	446.25	2,677.50	
JB Walsh	11/27/07	1.50	446.25	669.38	
				<u>192.30</u>	
					<u>56,962.05</u>

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

PAGE 10

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT	TOTAL TIME
EL Ballard, Jr.	1.00	637.50	637.50	
JM Cody	6.50	165.75	1,077.40	
KR Cunningham	5.20	446.25	2,320.50	
T Flick	3.10	195.50	606.05	
RR Goldberg	10.30	531.25	5,471.89	
SR Greenberg	8.10	187.00	1,514.70	
JC Gugan	1.90	340.00	646.00	
WK Kennedy II	.60	310.25	186.15	
KT Kindig	3.70	195.50	723.35	
AR King	23.10	403.75	9,326.64	
JP McLaughlin	1.20	369.75	443.70	
MT Metzler	3.10	369.75	1,146.23	
JL Miller	4.60	348.50	1,603.10	
ST Park	60.30	195.50	11,788.65	
AS Ratterband	2.00	488.76	977.51	
AC Tebay	26.80	187.00	5,011.60	
RJ Towers	6.20	403.75	2,503.28	
JB Walsh	24.60	446.25	10,977.80	
	<u>192.30</u>		<u>56,962.05</u>	<u>56,962.05</u>

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

UNBILLED TIME AND DISBURSEMENT DETAIL

03418.00 INVOICE NO.: 20071116521
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENTS

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	09/05/07	3	2.39	Long Distance Telephone [REDACTED] /HARRISBU, P, PA
JB Walsh	09/11/07	3	1.15	Long Distance Telephone [REDACTED] /NEW YORK, N, NY
JB Walsh	09/19/07	3	6.30	Long Distance Telephone [REDACTED] /HARRISBU, P, PA
JB Walsh	10/01/07	3	13.93	Long Distance Telephone AT&T TeleConference Services on 9/10/07
AR King	10/01/07	3	21.88	Long Distance Telephone AT&T TeleConference Services on 9/11/07
JB Walsh	10/04/07	3	1.05	Long Distance Telephone [REDACTED] /CHICAGO, I, IL
JB Walsh	10/08/07	3	1.25	Long Distance Telephone [REDACTED] /ANDOVER, MA, MA
JB Walsh	10/13/07	87	58.76	Business Meals Meal from Supreme Catering Services (Ballard) Meeting Subject: "Commonwealth of PA"
MJ Furlletti	10/24/07	87	9.60	Business Meals Trip to Harrisburg for Turnpike mtg - 10/24 - M. Furlletti - meal
MJ Furlletti	10/24/07	89	105.00	Travel Expenses Trip to Harrisburg for Turnpike mtg - 10/24 - M. Furlletti - miles/pkng/tols
JB Walsh	10/24/07	3	3.09	Long Distance Telephone [REDACTED] /HARRISBU, P, PA
JC Grugan	10/29/07	19	5.76	Westlaw Research
SR Greenberg	10/30/07	19	264.31	Westlaw Research
JC Grugan	10/30/07	19	290.74	Westlaw Research
AC Tebay	10/30/07	19	45.38	Westlaw Research
KT Kindig	10/30/07	61	33.35	Lexis Research
AC Tebay	10/31/07	19	80.64	Westlaw Research
KT Kindig	11/01/07	61	22.32	Lexis Research
AC Tebay	11/01/07	61	48.96	Lexis Research

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

BILLING COORDINATOR: JB WALSH

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarlin
MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
AC Tebay	11/04/07	19	17.43	Westlaw Research
AC Tebay	11/07/07	19	94.51	Westlaw Research
KT Kindig	11/07/07	61	27.09	Lexis Research
T Flick	11/09/07	61	313.52	Lexis Research
T Flick	11/09/07	19	182.24	Westlaw Research
T Flick	11/12/07	19	115.42	Westlaw Research
ST Park	11/12/07	1	2.40	Duplicating 24 Copies
T Flick	11/13/07	19	10.51	Westlaw Research
			<u>1,778.98</u>	GROSS UNBILLED DISBURSEMENTS

11/28/2007 - 11:02 AM

MASTER WORK IN PROCESS REPORT

PAGE 13

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2007116521
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

DISBURSEMENT SUMMARY

DISB CODE	DESCRIPTION	AMOUNT	TOTAL EXPENSES
1	Duplicating	2.40	
19	Westlaw Research	1,106.94	
3	Long Distance Telephone	51.04	
61	Lexis Research	445.24	
87	Business Meals	68.36	
89	Travel Expenses	105.00	
			1,778.98

Commonwealth of PA #036847 Timekeeper Monthly Additions

<i>Name</i>	<i>ID</i>	<i>Position</i>	<i>Description</i>	<i>Standard Rate</i>
Angelo, Arlene J	6430	01	Partner	435
Ballard, Jr., Frederic L	0049	01	Partner	750
Bernard, John M	0520	01	Partner	675
Bischoff, Jamie B	0260	01	Partner	475
Brown, C. Baird	0499	01	Partner	625
Cunningham, Kevin R	0236	01	Partner	525
De Simone, Dominic J	1662	01	Partner	410
Doemer, Brian D	0682	01	Partner	550
Grugan, John C	6166	01	Partner	400
Harvey, Patrick J	6436	01	Partner	435
Jarin, Kenneth M	6437	01	Partner	625
Kastenber, Stephen J	1398	01	Partner	475
King, Adrian R	6443	01	Partner	475
Korb, Philip B	0430	01	Partner	575
Kotzen, Wendi L	6196	01	Partner	575
MacDonald II, James B	6010	01	Partner	410
Makadon, Arthur	0054	01	Partner	750
Mariott, III, Vincent J	1275	01	Partner	500
McLaughlin, John P	6438	01	Partner	435
Metzler, Mary T	6433	01	Partner	435
Moffa Jr., Louis R	6783	01	Partner	465
Pedrow, Brian D	0688	01	Partner	475
Pinheiro, Brian M	1183	01	Partner	410
Prior, H. David	0051	01	Partner	575
Ricker, Louis W	0043	01	Partner	575
Ritterband, Alan S	0394	01	Partner	575
Schakel, Linda B	0472	01	Partner	500
Sklaroff, Michael	0432	01	Partner	700
Towers, Scott P	1755	01	Partner	425
Towers, Randall J	1304	01	Partner	475

Commonwealth of PA #036847 Timekeeper Monthly Additions

<u>Name</u>	<u>ID</u>	<u>Position</u>	<u>Description</u>	<u>Standard Rate</u>
Unterberger, Glenn L	1220	01	Partner	550
Walsh, J. Brian	0316	01	Partner	525
Leeds, Edward I	0390	51	Counsel	445
Allen, Valarie J	5935	52	Associate	325
Beck, Catherine	7392	52	Associate	230
Carroll, James C	6929	52	Associate	245
Crawford, Katharine A	6732	52	Associate	290
Finkelstein, Adam	6931	52	Associate	245
Gomez, Marlene S	7815	52	Associate	270
Gray, Jacquelyn M	7270	52	Associate	290
Greenberg, Susanna R	7719	52	Associate	220
Helman, Leslie C	6946	52	Associate	245
Igoe, William B	7134	52	Associate	230
Itzkowitz, Job M	6735	52	Associate	270
Kennedy II, William K	6442	52	Associate	365
Kindig, Kelly T	7138	52	Associate	230
Kles, Sheila	7698	52	Associate	310
Leckerman, Jason A	6812	52	Associate	340
Page, Donna D	8937	52	Associate	245
Park, Steve T	7143	52	Associate	230
Rethage, Thomas D	7144	52	Associate	230
Rombeau, Charles	7555	52	Associate	270
Roshkoff, Maria G	1123	52	Associate	405
Sanchez, Benjamin V	6740	52	Associate	290
Schmidt, Jonathan T	7145	52	Associate	230
Tucker, Maree H.	7150	52	Associate	230
Kazmi, Sadaf	7404	55	Law Student	130
Satinsky, Jonathan S	7751	55	Law Student	130
Useton, Ruth S	7755	55	Law Student	130
Hermann, Karen J	5836	78	Research Specialist	80

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Proctor, David J	1215	78	Research Specialist	200
Webster, David B	2580	78	Research Specialist	170
Cody, Joann M	1407	80	Legal Assistant	195
McCarthy, Kristin K	1791	80	Legal Assistant	155
Wood, Molly	0543	80	Legal Assistant	210

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Miller, Jennifer L	1377	01	Partner	410
Clemons, Lucretia C	6558	52	Associate	380
Quigley, Eileen	7341	52	Associate	325

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Goldberg, Richard R	1752	01	Partner	625
Furletti, Mark J	7910	52	Associate	230
Klock, Kimberly A	6218	52	Associate	310
Tabay, Alexandra C	7408	52	Associate	220

Commonwealth of PA #036847 Timekeeper Monthly Additions

<u>Name</u>	<u>ID</u>	<u>Position</u>	<u>Description</u>	<u>Standard Rate</u>
Flick, Thomas	7953	52	Associate	230

T&T TeleConference Services



ACCOUNT ID:
CUSTOMER:

[REDACTED]

BILL DATE: OCT 01 2007

ACCOUNT CODE:

BALLARD SPAHR ANDREWS & INGERSOLL LLP
PHILADELPHIA

RES DETAIL OF SERVICE USAGE

TOTAL FOR CONFERENCE ID:

127 1.84
\$16.56

CONFERENCE: [REDACTED]
HOST NAME: BRIAN WALSH
HOST NUMBER: [REDACTED]

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFEREE	RSV DI	09/10/2007	04:58pm	21	2.10
2. CONFEREE	RSV DI	09/10/2007	05:00pm	29	2.90
3. CONFEREE	RSV DI	09/10/2007	05:01pm	29	2.90
4. BRIAN WALSH	RSV DI	09/10/2007	05:01pm	28	2.80

SUBTOTAL				107	10.70
UNIVERSAL CONNECTIVITY CHARGE					1.18
ADMINISTRATIVE EXPENSE FEE					0.09
PROPERTY TAX ALLOTMENT					0.27
FEDERAL REGULATORY FEE					0.17
TAXES					1.52

TOTAL FOR CONFERENCE ID: [REDACTED]

107 \$13.93



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: OCT 01 2007

DETAIL OF SERVICE USAGE

ITEM QTY TYPE DATE TIME MINUTES TOTAL

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
 DESCRIPTION: [REDACTED]
 DST NAME: ADRIAN R KING JR
 DST NUMBER: [REDACTED]

RESERVED MINUTES: 180
 RESERVED CONNECTIONS: 50 DIAL-IN

ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
1. CONFEREE		RSV DI	09/11/2007	03:45pm	37	3.70
2. CONFEREE		RSV DI	09/11/2007	03:45pm	36	3.60
3. CONFEREE		RSV DI	09/11/2007	03:49pm	33	3.30
4. ADRIAN R KING		RSV DI	09/11/2007	03:50pm	32	3.20
5. CONFEREE		RSV DI	09/11/2007	03:52pm	30	3.00

UBTOTAL 168 16.80
 UNIVERSAL CONNECTIVITY CHARGE 1.85
 ADMINISTRATIVE EXPENSE FEE 0.15
 PROPERTY TAX ALLOTMENT 0.42
 FEDERAL REGULATORY FEE 0.27
 TAXES 2.39

TOTAL FOR CONFERENCE ID: [REDACTED] 168 \$21.88

Date	Reservation Time	Order	Office/Dept User	GLID/File# Name	Vendor	Business Purp Subject	Order Tot
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Osmio Records For GL/Client Entry

10/13/2007	9:30:00 AM	142245	625284	0316 J. Brian Walsh	036947	Supreme Catering Services (Ballard)	Client Business Commonwealth of PA	\$58.76
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BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP

DAILY EXPENSE DIARY

Name Markyl Furlotte Attorney # 7910 Date Submitted 10/24/2007

Business Purpose or Activity Trip to Wg. - Turnpike mtg

EXPENSE ITEMIZATION

From	To	Sun	Mon	Tue	Wed	Thurs	Fri	Sat	TOTALS
Item No.	Expense Description								
TRAVEL	1. AUTO. 485 cents per MILE				97.00				97.00
	2. Car Rental								
	3. Parking/Tolls				8.00				8.00
	4. Air/Bus/Rail								
	5. Limousine/Taxi								
	6. Tips								
LODGING	7. Room Charge								
	8. Hotel Tips								
	9. *Breakfast								
MEALS	10. *Lunch				9.60				9.60
	11. *Dinner								
MISC.	12. *Entertainment (Explain Below)								
	13. Telephone								
	14.								
	15.								
	16. TOTAL EXPENSES				114.60				114.60

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS) * BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

114.60

receipt attached

TAX SUBSTANTIATION

A. Meal on Travel Status, without guests	C. Goodwill meal without business discussion
B. Meal, before, during or after business activity/discussion	D. Other (Explain)

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed
10/24	9.60	D	O Berto	M Furlotte	after mtg

RECEIVED
OCT 25 REC'D

89 105.00 879.60 ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION ()

Charge to:	Client/Matter	Firm
Acct. Name	Commonwealth of PA	
Acct. #	036847	
* Amount		

TOTAL EXPENSES	114.60
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	114.60

Approved _____ Signed AD Paid to or credit personal account of: _____

0 - BENTO INC.
JAPANESE LUNCHEON
TEL. 215-564-2245
MELLOW BANKCENTER
1735 MARKET ST.

DEPT01 : 6.99

DEPT01 1 1.99

ITEM CT 2

TAX 0.62

TOTAL

9.60

CASH TO 10.00

CHANGE 0.40

01-51PM19-24-2007

6381 CLEK01

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51ST FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-864-8999

Invoice Date: January 8, 2008

Invoice No.: 2008010559

Barbara Adams, Esquire
General Counsel
Office of General Counsel
Commonwealth of PA
333 Market Street, 17th Floor
Harrisburg, PA 17101

Client: Commonwealth of Pennsylvania (03418.00)
Matter: PA Transportation Funding Initiatives (036847)

FOR PROFESSIONAL SERVICES rendered as special counsel to the Commonwealth of Pennsylvania in connection with the Pennsylvania Transportation Funding Initiative from November 26, 2007 through December 31, 2007 including: discussions and telephone calls with various Commonwealth representatives, bidder representatives and Commonwealth working group representatives regarding bidder comments on the draft concession agreement and on "due diligence" materials to be reviewed by bidders for the Pennsylvania Turnpike concession; discussions with URS, engineers to the Commonwealth, in connection with the concession lease of the Pennsylvania Turnpike; updating due diligence information in the electronic data room; review of bidders' comments on draft concession agreement; review of and comments on revisions to draft concession agreement; research and analysis regarding labor, state tax, bankruptcy and real estate issues in connection with the execution and delivery of the concession agreement; preparation of state legislation implementing the concession agreement and the bidder selection process; discussions and telephone conversations, e-mails and meetings with representatives of the Commonwealth, PennDOT, other Pennsylvania state agencies, Morgan Stanley, URS, Mayer Brown and others. The fees are

calculated based on a 15% discount of our standard hourly rates.

Total Fees \$202,179.18

DISBURSEMENTS

Duplicating	181.50
Westlaw Research	2,128.77
Long Distance Telephone	337.09
Delivery Service	13.98
Lexis Research	428.19
Research Services	15.00
Travel Expenses	109.77
Air/Rail Expense	101.00

Total Disbursements \$3,315.30

Total Current Charges \$205,494.48

Total Due This Invoice \$205,494.48

Plus: Unpaid Prior Balance \$509,881.55

TOTAL AMOUNT DUE \$715,376.03

* posted #5001981032 1/31/08 LJA

BALLARD SPAHR ANDREWS & INGERSOLL, LLP

1735 MARKET STREET, 51st FLOOR
PHILADELPHIA, PENNSYLVANIA 19103-7599

215-665-8500

FAX: 215-664-8999

REMITTANCE ADVICE

Client: 03418.00 Commonwealth of Pennsylvania
Matter: 036847 PA Transportation Funding Initiatives
Invoice No.: 2008010559
Date: January 8, 2008

Fee Amount	\$202,179.18
Disbursement Amount	<u>\$3,315.30</u>
Total Current Charges	\$205,494.48
Total Due This Invoice	\$205,494.48
Plus: Unpaid Prior Balance	<u>\$509,881.55</u>
TOTAL AMOUNT DUE	<u><u>\$715,376.03</u></u>

Please return this page with your remittance to the above address.

Payment may also be made by wire transfer to our account.

Bank:

ABA No.:

Account No.:

Please indicate on wire transfer the invoice number stated above.

Commonwealth of PA #036847 Timekeeper Monthly Additions

<i>Name</i>	<i>ID</i>	<i>Position</i>	<i>Description</i>	<i>Standard Rate</i>
Angelo, Arlene J	6430	01	Partner	435
Ballard, Jr., Frederic L	0049	01	Partner	750
Bernard, John M	0520	01	Partner	675
Bischoff, Jamie B	0260	01	Partner	475
Brown, C. Baird	0499	01	Partner	625
Cunningham, Kevin R	0236	01	Partner	525
De Simone, Dominic J	1662	01	Partner	410
Doerner, Brian D	0682	01	Partner	550
Grugan, John C	6166	01	Partner	400
Harvey, Patrick J	6436	01	Partner	435
Jarin, Kenneth M	6437	01	Partner	625
Kastenberg, Stephen J	1398	01	Partner	475
King, Adrian R	6443	01	Partner	475
Korb, Philip B	0430	01	Partner	575
Kotzen, Wendi L	6196	01	Partner	575
MacDonald II, James B	6010	01	Partner	410
Makadon, Arthur	0054	01	Partner	750
Marriott, III, Vincent J	1275	01	Partner	500
McLaughlin, John P	6438	01	Partner	435
Metzler, Mary T	6433	01	Partner	435
Moffa Jr., Louis R	6783	01	Partner	465
Pedrow, Brian D	0688	01	Partner	475
Pinheiro, Brian M	1183	01	Partner	410
Prior, H. David	0051	01	Partner	575
Ricker, Louis W	0043	01	Partner	575
Ritterband, Alan S	0394	01	Partner	575
Schakel, Linda B	0472	01	Partner	500
Sklaroff, Michael	0432	01	Partner	700
Towers, Scott P	1755	01	Partner	425
Towers, Randall J	1304	01	Partner	475

Commonwealth of PA #036847 Timekeeper Monthly Additions

<i>Name</i>	<i>ID</i>	<i>Position</i>	<i>Description</i>	<i>Standard Rate</i>
Unterberger, Glenn L	1220	01	Partner	550
Walsh, J. Brian	0316	01	Partner	525
Leeds, Edward I	0390	51	Counsel	445
Allen, Valarie J	5935	52	Associate	325
Beck, Catherine	7392	52	Associate	230
Carroll, James C	6929	52	Associate	245
Crawford, Katharine A	6732	52	Associate	290
Finkelstein, Adam	6931	52	Associate	245
Gomez, Marlene S	7615	52	Associate	270
Gray, Jacquelyn M	7270	52	Associate	290
Greenberg, Susanna R	7719	52	Associate	220
Heilman, Leslie C	6946	52	Associate	245
Igoe, William B	7134	52	Associate	230
Itzkowitz, Job M	6735	52	Associate	270
Kennedy II, William K	6442	52	Associate	365
Kindig, Kelly T	7138	52	Associate	230
Kles, Sheila	7698	52	Associate	310
Leckerman, Jason A	6812	52	Associate	340
Page, Donna D	6937	52	Associate	245
Park, Steve T	7143	52	Associate	230
Rethage, Thomas D	7144	52	Associate	230
Rombeau, Charles	7555	52	Associate	270
Roshkoff, Maria G	1123	52	Associate	405
Sanchez, Benjamin V	6740	52	Associate	290
Schmidt, Jonathan T	7145	52	Associate	230
Tucker, Maree H.	7150	52	Associate	230
Kazmi, Sadaf	7404	55	Law Student	130
Satinsky, Jonathan S	7751	55	Law Student	130
Useiton, Ruth S	7755	55	Law Student	130
Herrmann, Karen J	5836	78	Research Specialist	80

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Proctor, David J	1215	78	Research Specialist	200
Webster, David B	2580	78	Research Specialist	170
Cody, Joann M	1407	80	Legal Assistant	195
McCarthy, Kristin K	1791	80	Legal Assistant	155
Wood, Molly	0543	80	Legal Assistant	210

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Miller, Jennifer L	1377	01	Partner	410
Clemons, Lucretia C	6558	52	Associate	380
Quigley, Eileen	7341	52	Associate	325

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Goldberg, Richard R	1752	01	Partner	625
Furletti, Mark J	7910	52	Associate	230
Klock, Kimberly A	6218	52	Associate	310
Tebay, Alexandra C	7408	52	Associate	220

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Flick, Thomas	7953	52	Associate	230

Commonwealth of PA #036847 Timekeeper Monthly Additions

Name	ID	Position	Description	Standard Rate
Perelman, Richard S	1383	01	Partner	525
Summers, Matthew G	7246	52	Associate	310
White, Michael I	7419	52	Associate	270

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
AR King	11/12/07	1.00	403.75	403.75
DB Webster	11/13/07	.30	144.50	43.35
AC Tebay	11/20/07	2.90	187.00	542.30
AC Tebay	11/21/07	.80	187.00	149.60
RR Goldberg	11/26/07	.60	531.25	318.75
AS Ritterband	11/26/07	.10	488.80	48.88
FL Ballard, Jr.	11/27/07	1.00	637.50	637.50
WK Kennedy II	11/27/07	2.50	310.25	775.63
AR King	11/27/07	2.90	403.75	1,170.88
JL Miller	11/27/07	.90	348.50	313.65
AS Ritterband	11/27/07	1.10	488.75	537.63
GL Unterberger	11/27/07	.50	467.50	233.75
FL Ballard, Jr.	11/28/07	2.50	637.50	1,593.75
JM Cody	11/28/07	2.30	165.75	381.23
JM Cody	11/28/07	1.30	165.75	215.48

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
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 MF002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
AR King	11/28/07	2.80	403.75	1,130.50
ST Park	11/28/07	3.60	195.50	703.80
AS Ritterband	11/28/07	.80	488.75	391.00
AC Tebay	11/28/07	.30	187.00	56.10
RJ Towers	11/28/07	.40	403.75	161.50
RJ Towers	11/28/07	.30	403.77	121.13
GL Unterberger	11/28/07	.90	467.50	420.75
JB Walsh	11/28/07	3.20	446.25	1,428.00
JB Walsh	11/28/07	.40	446.25	178.50
FL Ballard, Jr.	11/29/07	2.00	637.50	1,275.00
JM Cody	11/29/07	2.20	165.75	364.65
RR Goldberg	11/29/07	.30	531.27	159.38
JM Gray	11/29/07	.70	246.50	172.55
AR King	11/29/07	2.00	403.75	807.50
S Kles	11/29/07	4.00	263.50	1,054.00
JL Miller	11/29/07	1.90	348.50	662.15
ST Park	11/29/07	4.50	195.50	879.75

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 --MP002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
BM Pinheiro	11/29/07	.60	348.50	209.10
AS Ritterband	11/29/07	1.00	488.75	488.75
JB Walsh	11/29/07	2.60	446.25	1,160.25
JB Walsh	11/29/07	2.50	446.25	1,115.63
JB Walsh	11/29/07	.50	446.26	223.13
JB Walsh	11/29/07	2.20	446.25	981.75
M Wood	11/29/07	.90	178.50	160.65
FL Ballard, Jr.	11/30/07	5.00	637.50	3,187.50
JM Cody	11/30/07	.80	165.75	132.60
JM Gray	11/30/07	2.70	246.50	665.55
AR King	11/30/07	2.80	403.75	1,130.50
ST Park	11/30/07	3.40	195.50	664.70
BM Pinheiro	11/30/07	.70	348.50	243.95
GL Unterberger	11/30/07	.90	467.50	420.75
JB Walsh	11/30/07	3.70	446.25	1,651.13
JB Walsh	11/30/07	1.20	446.25	535.50

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT
S Kles	12/01/07	4.50	263.50	1,185.75
ST Park	12/01/07	.80	195.50	156.40
AR King	12/02/07	.50	403.76	201.88
S Kles	12/02/07	4.00	263.50	1,054.00
ST Park	12/02/07	.90	195.50	175.95
JM Cody	12/03/07	1.10	165.75	182.33
KR Cunningham	12/03/07	.80	446.25	357.00
AR King	12/03/07	.50	403.76	201.88
S Kles	12/03/07	9.00	263.50	2,371.50
WL Kotzen	12/03/07	3.40	488.75	1,661.75
ST Park	12/03/07	3.90	195.50	762.45
GL Unterberger	12/03/07	.60	467.50	280.50
JB Walsh	12/03/07	1.10	446.25	490.88
JB Walsh	12/03/07	.70	446.26	312.38
JB Walsh	12/03/07	.30	446.27	133.88
FL Ballard, Jr.	12/04/07	2.00	637.50	1,275.00
KR Cunningham	12/04/07	1.00	446.25	446.25
S Kles	12/04/07	3.00	263.50	790.50
ST Park	12/04/07	4.30	195.50	840.65

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

INVOICE NO.: 2008010559
03418.00
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MP002
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JB Walsh	12/04/07	4.50	446.25	2,008.13
JB Walsh	12/04/07	1.00	446.25	446.25
JM Cody	12/05/07	.30	165.77	49.73
JM Gray	12/05/07	.40	246.50	98.60
AR King	12/05/07	1.20	403.75	484.50
S Kles	12/05/07	7.00	263.50	1,844.50
JP McLaughlin	12/05/07	.60	369.75	221.85
ST Park	12/05/07	4.10	195.50	801.55
BM Pinheiro	12/05/07	.60	348.50	209.10
RJ Towers	12/05/07	.30	403.77	121.13
GL Unterberger	12/05/07	1.40	467.50	654.50
JB Walsh	12/05/07	3.10	446.25	1,383.38
JB Walsh	12/05/07	.30	446.27	133.88
JB Walsh	12/05/07	.20	446.25	89.25
JM Gray	12/06/07	.60	246.50	147.90
JC Grugan	12/06/07	3.00	340.00	1,020.00

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 MF002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT
AR King	12/06/07	2.20	403.75	888.25
S Kles	12/06/07	3.50	263.50	922.25
JP McLaughlin	12/06/07	1.80	369.75	665.55
JL Miller	12/06/07	2.80	348.50	975.80
ST Park	12/06/07	5.40	195.50	1,055.70
RS Pereiman	12/06/07	.70	446.26	312.38
BM Pinheiro	12/06/07	.20	348.50	69.70
AS Ritterband	12/06/07	.20	488.75	97.75
M Sklaroff	12/06/07	.30	595.00	178.50
MG Summers	12/06/07	.10	263.50	26.35
RJ Towers	12/06/07	.90	403.76	363.38
RJ Towers	12/06/07	.30	403.77	121.13
MH Tucker	12/06/07	.10	195.50	19.55
GL Unterberger	12/06/07	1.90	467.50	888.25
JB Walsh	12/06/07	4.90	446.25	2,186.63

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JB Walsh	12/06/07	3.00	446.25	1,338.75
FL Ballard, Jr.	12/07/07	1.00	637.50	637.50
JM Cody	12/07/07	.40	165.75	66.30
KR Cunningham	12/07/07	2.80	446.25	1,249.50
RR Goldberg	12/07/07	.30	531.27	159.38
JM Gray	12/07/07	1.40	246.50	345.10
JC Grugan	12/07/07	4.10	340.00	1,394.00
S Kles	12/07/07	9.00	263.50	2,371.50
WL Kotzen	12/07/07	3.10	488.75	1,515.13
VJ Marriott, III	12/07/07	.50	425.00	212.50
ST Park	12/07/07	5.80	195.50	1,133.90
BM Pinheiro	12/07/07	.50	348.50	174.25
RJ Towers	12/07/07	.30	403.77	121.13
RJ Towers	12/07/07	.80	403.75	323.00
MH Tucker	12/07/07	1.00	195.50	195.50
JB Walsh	12/07/07	4.30	446.25	1,918.88
JB Walsh	12/07/07	.50	446.26	223.13

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

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INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
S Kles	12/08/07	3.00	263.50	790.50
JM Cody	12/10/07	.40	165.75	66.30
KR Cunningham	12/10/07	.40	446.25	178.50
ST Park	12/10/07	5.30	195.50	1,036.15
AS Ritterband	12/10/07	.90	488.76	439.88
MG Summers	12/10/07	2.20	263.50	579.70
AC Tebay	12/10/07	1.00	187.00	187.00
MH Tucker	12/10/07	1.80	195.50	351.90
JM Cody	12/11/07	.40	165.75	66.30
ST Park	12/11/07	5.30	195.50	1,036.15
RJ Towers	12/11/07	.60	403.75	242.25
RJ Towers	12/11/07	.90	403.76	363.38
MH Tucker	12/11/07	.40	195.50	78.20
GL Unterberger	12/11/07	3.90	467.50	1,823.25
JB Walsh	12/11/07	.40	446.25	178.50

MASTER WORK IN PROCESS REPORT

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 ME002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JB Walsh	12/11/07	.40	446.25	178.50
JB Walsh	12/11/07	3.60	446.25	1,606.50
FL Ballard, Jr.	12/12/07	1.00	637.50	637.50
JM Cody	12/12/07	.40	165.75	66.30
JM Cody	12/12/07	1.20	165.75	198.90
S Kles	12/12/07	4.00	263.50	1,054.00
JL Miller	12/12/07	.30	348.50	104.55
ST Park	12/12/07	3.10	195.50	606.05
GL Unterberger	12/12/07	.60	467.50	280.50
JB Walsh	12/12/07	3.50	446.25	1,561.88
FL Ballard, Jr.	12/13/07	1.00	637.50	637.50
JM Cody	12/13/07	.60	165.75	99.45
KR Cunningham	12/13/07	3.20	446.25	1,428.00
JC Grugan	12/13/07	.80	340.00	272.00
AR King	12/13/07	5.60	403.75	2,261.00
JL Miller	12/13/07	2.10	348.50	731.85

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
ST Park	12/13/07	4.80	195.50	938.40
AC Tebay	12/13/07	3.30	187.00	617.10
JB Walsh	12/13/07	1.90	446.25	847.88
JB Walsh	12/13/07	.40	446.25	178.50
JC Grugan	12/14/07	.70	340.00	238.00
AR King	12/14/07	1.80	403.75	726.75
WL Kotzen	12/14/07	2.80	488.75	1,368.50
VJ Marriott, III	12/14/07	.80	425.00	340.00
JL Miller	12/14/07	2.40	348.50	836.40
ST Park	12/14/07	6.70	195.50	1,309.85
AS Ritterband	12/14/07	.50	488.76	244.38
AC Tebay	12/14/07	1.90	187.00	355.30
GL Unterberger	12/14/07	.40	467.50	187.00
JB Walsh	12/14/07	3.60	446.25	1,606.50
M WOOD	12/14/07	1.00	178.50	178.50

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UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

INVOICE NO.: 2008010559
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JM Cody	12/15/07	.70	165.76	116.03
AR King	12/16/07	2.80	403.75	1,130.50
JL Miller	12/16/07	1.50	348.50	522.75
ST Park	12/16/07	.40	195.50	78.20
RS Perelman	12/16/07	.10	446.30	44.63
MG Summers	12/16/07	.90	263.50	237.15
AC Tebay	12/16/07	1.10	187.00	205.70
JM Cody	12/17/07	.60	165.75	99.45
KR Cunningham	12/17/07	1.60	446.25	714.00
WK Kennedy II	12/17/07	.20	310.25	62.05
JL Miller	12/17/07	8.60	348.50	2,997.10
ST Park	12/17/07	6.80	195.50	1,329.40
BM Pinheiro	12/17/07	.20	348.50	69.70
MG Summers	12/17/07	1.40	263.50	368.90

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives03418.00
036847
MF002INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
AC Tebay	12/17/07	.60	187.00	112.20
RJ Towers	12/17/07	.30	403.77	121.13
JB Walsh	12/17/07	4.50	446.25	2,008.13
JB Walsh	12/17/07	1.10	446.25	490.88
JB Walsh	12/17/07	4.00	446.25	1,785.00
M Wood	12/17/07	1.90	178.50	339.15
FL Ballard, Jr.	12/18/07	2.00	637.50	1,275.00
KA Crawford	12/18/07	.30	246.50	73.95
T Flick	12/18/07	2.50	195.50	488.75
RR Goldberg	12/18/07	.50	531.26	265.63
WK Kennedy II	12/18/07	.40	310.25	124.10
KT Kindig	12/18/07	3.70	195.50	723.35
AR King	12/18/07	3.00	403.75	1,211.25
S Kles	12/18/07	.30	263.50	79.05
WL Kotzen	12/18/07	2.90	488.75	1,417.38
JL Miller	12/18/07	8.60	348.50	2,997.10

MASTER WORK IN PROCESS REPORT

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
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 MP002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT
ST Park	12/18/07	9.50	195.50	1,857.25
BM Pinheiro	12/18/07	.40	348.50	139.40
AC Tebay	12/18/07	1.80	187.00	336.60
JB Walsh	12/18/07	4.50	446.25	2,008.13
JB Walsh	12/18/07	4.60	446.25	2,052.75
FL Ballard, Jr.	12/19/07	2.50	637.50	1,593.75
JM Cody	12/19/07	.60	165.75	99.45
KA Crawford	12/19/07	.80	246.50	197.20
JC Grugan	12/19/07	.20	340.00	68.00
WK Kennedy II	12/19/07	3.10	310.25	961.78
KT Kindig	12/19/07	1.80	195.50	351.90
AR King	12/19/07	4.00	403.75	1,615.00
S Kles	12/19/07	2.50	263.50	658.75
WL Kotzen	12/19/07	1.60	488.75	782.00
JL Miller	12/19/07	9.20	348.50	3,206.20

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UNBILLED TIME AND DISBURSEMENT DETAIL

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
DD Page	12/19/07	.70	208.26	145.78
ST Park	12/19/07	8.70	195.50	1,700.85
BM Pinheiro	12/19/07	.80	348.50	278.80
JB Walsh	12/19/07	6.70	446.25	2,989.88
JB Walsh	12/19/07	5.00	446.25	2,231.25
FL Ballard, Jr.	12/20/07	.50	637.50	318.75
JM Gray	12/20/07	.30	246.50	73.95
JC Grugan	12/20/07	.30	340.00	102.00
WK Kennedy II	12/20/07	.50	310.26	155.13
AR King	12/20/07	3.20	403.75	1,292.00
WL Kotzen	12/20/07	.70	488.76	342.13
JP McLaughlin	12/20/07	1.20	369.75	443.70
JL Miller	12/20/07	6.30	348.50	2,195.55
DD Page	12/20/07	.40	208.25	83.30

MASTER WORK IN PROCESS REPORT

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BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

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 MP002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

NAME	DATE WORKED	HOURS	RATE	AMOUNT
ST Park	12/20/07	8.10	195.50	1,583.55
BM Pinheiro	12/20/07	.20	348.50	69.70
JB Walsh	12/20/07	3.20	446.25	1,428.00
JB Walsh	12/20/07	5.30	446.25	2,365.13
JB Walsh	12/20/07	.20	446.25	89.25
MI White	12/20/07	2.30	229.50	527.85
FL Ballard, Jr.	12/21/07	1.00	637.50	637.50
JM Gray	12/21/07	2.30	246.50	566.95
JC Grugan	12/21/07	.20	340.00	68.00
AR King	12/21/07	4.00	403.75	1,615.00
WL Kotzen	12/21/07	.90	488.76	439.88
JL Miller	12/21/07	4.70	348.50	1,637.95
ST Park	12/21/07	4.20	195.50	821.10
RJ Towers	12/21/07	.40	403.75	161.50

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00
 036847
 MP002

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JB Walsh	12/21/07	2.00	446.25	892.50
JB Walsh	12/21/07	2.20	446.25	981.75
WL Kotzen	12/24/07	1.10	488.75	537.63
RJ Towers	12/24/07	.40	403.75	161.50
JM Cody	12/25/07	.50	165.76	82.88
FL Ballard, Jr.	12/26/07	3.00	637.50	1,912.50
JM Cody	12/26/07	.80	165.75	132.60
RR Goldberg	12/26/07	.30	531.27	159.38
JM Gray	12/26/07	.60	246.50	147.90
JC Grugan	12/26/07	.80	340.00	272.00
S Kles	12/26/07	1.50	263.50	395.25
JL Miller	12/26/07	7.80	348.50	2,718.30
ST Park	12/26/07	5.70	195.50	1,114.35
BM Pinheiro	12/26/07	.50	348.50	174.25
AS Ritterband	12/26/07	.70	488.75	342.13

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

NAME	DATE WORKED	HOURS	RATE	AMOUNT
JB Walsh	12/26/07	7.00	446.25	3,123.75
JB Walsh	12/26/07	.30	446.27	133.88
M Wood	12/26/07	4.50	178.50	803.25
FL Ballard, Jr.	12/27/07	1.00	637.50	637.50
JC Grugan	12/27/07	1.80	340.00	612.00
WK Kennedy II	12/27/07	2.50	310.25	775.63
WL Kotzen	12/27/07	.40	488.75	195.50
JL Miller	12/27/07	10.80	348.50	3,763.80
ST Park	12/27/07	8.10	195.50	1,583.55
BM Pinheiro	12/27/07	.20	348.50	69.70
JB Walsh	12/27/07	5.00	446.25	2,231.25
JB Walsh	12/27/07	3.20	446.25	1,428.00
M Wood	12/27/07	4.90	178.50	874.65
JM Cody	12/28/07	1.30	165.75	215.48
KR Cunningham	12/28/07	.30	446.27	133.88
JC Grugan	12/28/07	.60	340.00	204.00

MASTER WORK IN PROCESS REPORT

UNBILLED TIME AND DISBURSEMENT DETAIL

INVOICE NO.: 2008010559
 RELATIONSHIP PARTNER: KM Jarin
 MATTER BILLING ATTORNEY: JB Walsh

03418.00
 036847
 MP002

1/8/2008 - 9:10 AM

BILLING COORDINATOR: JB Walsh

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

NAME	DATE WORKED	HOURS	RATE	AMOUNT
WK Kennedy II	12/28/07	2.80	310.25	868.70
JP McLaughlin	12/28/07	2.40	369.75	887.40
ST Park	12/28/07	5.40	195.50	1,055.70
BM Pinheiro	12/28/07	.30	348.50	104.55
JB Walsh	12/28/07	4.20	446.25	1,874.25
JB Walsh	12/28/07	2.50	446.25	1,115.63
JB Walsh	12/28/07	.70	446.26	312.38
M Wood	12/28/07	2.20	178.50	392.70
ST Park	12/29/07	2.90	195.50	566.95
KR Cunningham	12/31/07	.80	446.25	357.00
JC Grugan	12/31/07	.40	340.00	136.00
JP McLaughlin	12/31/07	1.20	369.75	443.70
ST Park	12/31/07	.80	195.50	156.40
RJ Towers	12/31/07	.20	403.75	80.75
JB Walsh	12/31/07	2.20	446.25	981.75
JB Walsh	12/31/07	.20	446.25	89.25

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2008010559
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

600.80

202,179.18 GROSS UNBILLED TIME

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- TIMEKEEPER SUMMARY -----

NAME	HOURS	RATE	AMOUNT
FL Ballard, Jr.	25.50	637.50	16,256.25
JM Cody	15.90	165.75	2,635.46
KA Crawford	1.10	246.50	271.15
KR Cunningham	10.90	446.25	4,864.13
T Flick	2.50	195.50	488.75
RR Goldberg	2.00	531.26	1,062.52
JM Gray	9.00	246.50	2,218.50
JC Grugan	12.90	340.00	4,386.00
WK Kennedy II	12.00	310.25	3,723.02
KT Kindig	5.50	195.50	1,075.25
AR King	40.30	403.75	16,271.14
S Kles	55.30	263.50	14,571.55
WL Kotzen	16.90	488.75	8,259.90
VJ Marriott, III	1.30	425.00	552.50
JP McLaughlin	7.20	369.75	2,662.20
JL Miller	67.90	348.50	23,663.15
DD Page	1.10	208.25	229.08
ST Park	122.50	195.50	23,948.75
RS Perelman	.80	446.26	357.01
BM Pinheiro	5.20	348.50	1,812.20
AS Ritterband	5.30	488.75	2,590.40
M Sklaroff	.30	595.00	178.50
MG Summers	4.60	263.50	1,212.10
AC Tebay	13.70	187.00	2,561.90
RJ Towers	6.10	403.76	2,462.91
MH Tucker	3.30	195.50	645.15
GL Unterberger	11.10	467.50	5,189.25
JB Walsh	122.60	446.25	54,710.36
DB Webster	.30	144.50	43.35
MI White	2.30	229.50	527.85
M WOOD	15.40	178.50	2,748.90
	<hr/>		
	600.80		202,179.18
		TOTAL TIME	202,179.18

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENTS -----

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	11/01/07	3	155.01	Long Distance Telephone AT&T TeleConferece Services 10/12/07
ST Park	11/01/07	3	15.51	Long Distance Telephone AT&T TeleConference Services on 10/2/07
KR Cunningham	11/01/07	3	12.88	Long Distance Telephone AT&T TeleConference Services on 10/3/07
JB Walsh	11/01/07	3	91.39	Long Distance Telephone AT&T TeleConference Services on 10/14/07
JB Walsh	11/01/07	3	51.73	Long Distance Telephone AT&T TeleConference Services on 10/26/07
KR Cunningham	11/09/07	3	1.58	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
J McCuen	11/13/07	64	15.00	Research Services Page of Allentown Morning Call
AC Tebay	11/14/07	61	42.75	Lexis Research
T Flick	11/14/07	61	57.38	Lexis Research
SR Greenberg	11/14/07	19	287.70	Westlaw Research
SR Greenberg	11/15/07	19	223.72	Westlaw Research
ST Park	11/15/07	89	90.07	Travel Expenses Harrisburg client mtg - 11/15 - S. Park - miles/pkgng/taxi
JB Walsh	11/15/07	3	1.07	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
ST Park	11/15/07	93	42.00	Air/Rail Expense Harrisburg client mtg - 11/15 - S. Park - rail
A Accounting	11/16/07	35	6.99	Delivery Service Federal Express [REDACTED] / 1 package
AC Tebay	11/19/07	19	8.45	Westlaw Research
ST Park	11/27/07	19	58.14	Westlaw Research
ST Park	11/27/07	61	119.30	Lexis Research

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2008010559
036847 RELATIONSHIP PARTNER: KM Jarin
MP002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
JB Walsh	11/27/07	3	1.30	Long Distance Telephone [REDACTED]/CHICGOZN, I, IL
JB Walsh	11/27/07	3	1.76	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
JB Walsh	11/28/07	1	.90	Duplicating 9 Copies
JB Walsh	11/28/07	1	.40	Duplicating 4 Copies
JB Walsh	11/28/07	1	4.40	Duplicating 44 Copies
FL Ballard, Jr.	11/29/07	1	22.10	Duplicating 221 Copies
ST Park	11/29/07	19	126.65	Westlaw Research
ST Park	11/30/07	19	58.03	Westlaw Research
JB Walsh	11/30/07	3	1.58	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
ST Park	12/03/07	19	137.65	Westlaw Research
JC Grugan	12/06/07	19	88.08	Westlaw Research
AS Ritterband	12/06/07	1	.70	Duplicating 7 Copies
MH Tucker	12/07/07	1	.40	Duplicating 4 Copies
ST Park	12/07/07	1	.40	Duplicating 4 Copies
MH Tucker	12/07/07	19	11.56	Westlaw Research
JC Grugan	12/07/07	19	144.03	Westlaw Research
A Accounting	12/07/07	35	6.99	Delivery Service Federal Express [REDACTED] / 1 package
MH Tucker	12/10/07	19	193.94	Westlaw Research
MG Summers	12/10/07	19	21.59	Westlaw Research
MH Tucker	12/11/07	19	33.11	Westlaw Research
JB Walsh	12/11/07	1	6.80	Duplicating 68 Copies
ST Park	12/14/07	89	19.70	Travel Expenses Travel expenses - 12/14 - S. Park - taxi

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
 MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2008010559
 036847 RELATIONSHIP PARTNER: KM Jarin
 MP002 MATTER BILLING ATTORNEY: JB Walsh

ACTIVITY NAME	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
AC Tebay	12/14/07	61	74.52	Lexis Research
JB Walsh	12/14/07	3	1.83	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
ST Park	12/14/07	93	59.00	Air/Rail Expense Travel expenses - 12/14 - S. Park - rail
AC Tebay	12/17/07	19	534.83	Westlaw Research
KT Kindig	12/18/07	19	2.00	Westlaw Research
ST Park	12/18/07	19	42.00	Westlaw Research
AC Tebay	12/18/07	19	6.89	Westlaw Research
T Flick	12/18/07	19	18.68	Westlaw Research
ST Park	12/18/07	1	1.00	Duplicating 10 Copies **
KT Kindig	12/18/07	1	.20	Duplicating 2 Copies
KT Kindig	12/18/07	61	40.14	Lexis Research
KT Kindig	12/19/07	61	91.22	Lexis Research
JB Walsh	12/19/07	3	1.45	Long Distance Telephone [REDACTED]/HARRISBU, P, PA
ST Park	12/19/07	19	107.00	Westlaw Research
MI White	12/20/07	19	24.72	Westlaw Research
JB Walsh	12/20/07	1	.90	Duplicating 9 Copies
DD Page	12/20/07	61	2.88	Lexis Research
JL Miller	12/26/07	1	21.90	Duplicating 219 Copies
ST Park	12/26/07	1	4.40	Duplicating 44 Copies
ST Park	12/26/07	1	65.50	Duplicating 655 Copies
JB Walsh	12/27/07	1	.10	Duplicating 1 Copy
ST Park	12/27/07	1	28.50	Duplicating 285 Copies

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00 INVOICE NO.: 2008010559
036847 RELATIONSHIP PARTNER: KM Jarin
MF002 MATTER BILLING ATTORNEY: JB Walsh

NAME	ACTIVITY	DATE	DISB CODE	AMOUNT	DISBURSEMENT DESCRIPTION
WK Kennedy II		12/28/07	1	22.60	Duplicating 226 Copies
JB Walsh		12/28/07	1	.30	Duplicating 3 Copies
				<u>3,315.30</u>	GROSS UNBILLED DISBURSEMENTS

BILLING COORDINATOR: JB Walsh

UNBILLED TIME AND DISBURSEMENT DETAIL

CLIENT: Commonwealth of Pennsylvania
MATTER: PA Transportation Funding Initiatives

03418.00
036847
MP002

INVOICE NO.: 2008010559
RELATIONSHIP PARTNER: KM Jarin
MATTER BILLING ATTORNEY: JB Walsh

----- DISBURSEMENT SUMMARY -----

DISB CODE	DESCRIPTION	AMOUNT
1	Duplicating	181.50
19	Westlaw Research	2,128.77
3	Long Distance Telephone	337.09
35	Delivery Service	13.98
61	Lexis Research	428.19
64	Research Services	15.00
89	Travel Expenses	109.77
93	Air/Rail Expense	101.00
		<hr/>
TOTAL EXPENSES		3,315.30



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: NOV 01 2007

DETAIL OF SERVICE USAGE

ITEM QTY TYPE DATE TIME MINUTES TOTAL

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
 DESCRIPTION: 1111111
 DST NAME: STEVE PARK
 DST NUMBER: [REDACTED]

RESERVED MINUTES: 180
 RESERVED CONNECTIONS: 50 DIAL-IN

MATTER # 036847

ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
1. CONFeree		RSV DI	10/02/2007	10:00am	32	3.20
2. CONFeree		RSV DI	10/02/2007	10:01am	30	3.00
3. CONFeree		RSV DI	10/02/2007	10:02am	29	2.90
4. STEVE PARK		RSV DI	10/02/2007	10:03am	28	2.80

UBTOTAL 119 11.90
 UNIVERSAL CONNECTIVITY CHARGE 1.31
 ADMINISTRATIVE EXPENSE FEE 0.10
 PROPERTY TAX ALLOTMENT 0.30
 FEDERAL REGULATORY FEE 0.19
 TAXES 1.71

TOTAL FOR CONFERENCE ID: [REDACTED] 119 \$15.51



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: NOV 01 2007

DETAIL OF SERVICE USAGE

____ITEM____ _QTY_ _TYPE_ _DATE_ _TIME_ _MINUTES_ _TOTAL_

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
 HOST NAME: KEVIN R CUNNINGHAM
 HOST NUMBER: [REDACTED] *MATTER # 036847*
 RESERVED MINUTES: 180
 RESERVED CONNECTIONS: 50 DIAL-IN

1. KEVIN R CUNNI	RSV DI	10/03/2007	11:04am	33	3.30
2. CONFeree	RSV DI	10/03/2007	11:04am	33	3.30
3. CONFeree	RSV DI	10/03/2007	11:05am	33	3.30

UBTOTAL 99 9.90
 UNIVERSAL CONNECTIVITY CHARGE 1.09
 ADMINISTRATIVE EXPENSE FEE 0.09
 PROPERTY TAX ALLOTMENT 0.25
 FEDERAL REGULATORY FEE 0.16
 TAXES 1.39

TOTAL FOR CONFERENCE ID: [REDACTED] 99 17.00



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: NOV 01 2007

DETAIL OF SERVICE USAGE

____ITEM____ _QTY_ _TYPE_ _DATE_ _TIME_ _MINUTES_ _TOTAL_

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED]
 DESCRIPTION: 036847!
 HOST NAME: BRIAN WALSH
 HOST NUMBER: [REDACTED]

RESERVED MINUTES: 180
 RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFEREE	RSV DI	10/12/2007	03:01pm	151	15.10
2. CONFEREE	RSV DI	10/12/2007	03:01pm	151	15.10
3. CONFEREE	RSV DI	10/12/2007	03:01pm	151	15.10
4. CONFEREE	RSV DI	10/12/2007	03:03pm	149	14.90
5. CONFEREE	RSV DI	10/12/2007	03:05pm	145	14.50
6. CONFEREE	RSV DI	10/12/2007	03:08pm	144	14.40
7. CONFEREE	RSV DI	10/12/2007	03:08pm	145	14.50
8. BRIAN WALSH	RSV DI	10/12/2007	03:08pm	144	14.40
9. CONFEREE	RSV DI	10/12/2007	04:49pm	10	1.00
				1190	119.00
SUBTOTAL					13.09
UNIVERSAL CONNECTIVITY CHARGE					1.05
ADMINISTRATIVE EXPENSE FEE					2.95
PROPERTY TAX ALLOTMENT					1.89
FEDERAL REGULATORY FEE					17.03
TAXES					
TOTAL FOR CONFERENCE ID: [REDACTED]				1190	\$155.01



ACCOUNT ID: [REDACTED]
 CUSTOMER: [REDACTED]
 ACCOUNT CODE: BALLARD SPAHR ANDREWS & INGERSOLL LLP
 PHILADELPHIA

BILL DATE: NOV 01 2007

DETAIL OF SERVICE USAGE

ITEM QTY TYPE DATE TIME MINUTES TOTAL

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE: [REDACTED] RESERVED MINUTES: 180
 HOST NAME: BRIAN WALSH RESERVED CONNECTIONS: 50 DIAL-IN
 HOST NUMBER: [REDACTED]

MATTER #036847

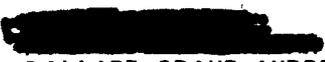
ITEM	QTY	TYPE	DATE	TIME	MINUTES	TOTAL
1. CONFEREE		RSV DI	10/14/2007	05:59pm	133	13.30
2. CONFEREE		RSV DI	10/14/2007	06:00pm	137	13.70
3. BRIAN WALSH		RSV DI	10/14/2007	06:01pm	137	13.70
4. CONFEREE		RSV DI	10/14/2007	06:01pm	137	13.70
5. CONFEREE		RSV DI	10/14/2007	06:01pm	137	13.70
6. CONFEREE		RSV DI	10/14/2007	08:03pm	15	1.50
7. CONFEREE		RSV DI	10/14/2007	08:13pm	5	0.50

SUBTOTAL 701 70.10
 UNIVERSAL CONNECTIVITY CHARGE 7.71
 ADMINISTRATIVE EXPENSE FEE 0.62
 PROPERTY TAX ALLOTMENT 1.74
 FEDERAL REGULATORY FEE 1.11
 TAXES 10.11

TOTAL FOR CONFERENCE ID: [REDACTED] 701 \$91.39



ACCOUNT ID:
CUSTOMER:



BILL DATE: NOV 01 2007

ACCOUNT CODE:

BALLARD SPAHR ANDREWS & INGERSOLL LLP
PHILADELPHIA

DETAIL OF SERVICE USAGE

ITEM QTY TYPE DATE TIME MINUTES TOTAL

AUDIO DIAL-IN TELECONFERENCES

CONFERENCE:
OST NAME:
OST NUMBER:

BRIAN WALSH

MATTEL #036847

RESERVED MINUTES: 180
RESERVED CONNECTIONS: 50 DIAL-IN

1. CONFeree	RSV DI	10/26/2007	10:59am	67	6.70
2. CONFeree	RSV DI	10/26/2007	10:59am	67	6.70
3. CONFeree	RSV DI	10/26/2007	11:00am	66	6.60
4. CONFeree	RSV DI	10/26/2007	11:00am	66	6.60
5. BRIAN WALSH	RSV DI	10/26/2007	11:00am	66	6.60
6. CONFeree	RSV DI	10/26/2007	11:01am	65	6.50

UBTOTAL
UNIVERSAL CONNECTIVITY CHARGE
ADMINISTRATIVE EXPENSE FEE
PROPERTY TAX ALLOTMENT
FEDERAL REGULATORY FEE
TAXES

397 39.70
4.37
0.35
0.98
0.63
5.70

036847

TOTAL FOR CONFERENCE ID:



397 \$51.73

* NEW VENDOR

Ballard Spahr Andrews & Ingersoll, LLP
Check Request/Accounts Payable Voucher

Vendor Name:

Lehigh County Law Library

Vendor Number:

[REDACTED]

Vendor Invoice Number:

2007-2009 11/13/07

BSA&I Purchase Order Number:

[REDACTED]

Description:

Page of Allentown Morning Call

Invoice/Support Attached? Yes No

If not, please explain: _____

Client Name or Account Name	Client Number or GL Account	Office	Department	Subsidiary	Amount
Commonwealth of PA	036847	PHIL	PF	7143	15.00
PENNSYLVANIA USE TAX PAYABLE	213105	PHIL	BS		
PHILADELPHIA USE TAX PAYABLE	213107	PHIL	BS		
Total Amount.....\$					15.00

Person Requesting Check

Jeanne McQueen Attorney # 5080 Date 11/19/07

Approval Authority

[Signature] Attorney # Date

Please return check to requestor

Please send check directly to vendor

Accounting Use Only

Session/Transaction Number 32106-9
Cash Account Number
Expense Type 64

Due Date 12/8
Date Paid
Posted By NRB

Entry Date
Check Number
Prior Accounting Period?

Library Services Request

INVOICE #:2007-L009

Date: 11/13/2007

Need by: ASAP done

DISCLAIMER: When requesting any service, the patron agrees to pay for all charges incurred in providing the material. The patron must agree to pay even in the event of NO results.

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- Research Appointment with Director
- Cites / E-mailed
- Cites Faxed

Name: Dave Webster	Card #: X Non-member
Address: Philadelphia	Firm: Ballard Spahr
Phone:	Fax:
Deliver to: EMAIL	E-mail: Webster@ballardspahr.com

**Morning Call Full page Turnpike ad letter
Scanned hard copy, convert to pdf, and emailed**

NON-MEMBER Service Transaction Fee	\$10.00	Domestic mail, fax (receive / send), & E-mail	10.00
Research:	\$40.00 / Hour	For non-members (waived for members)	
Inter-Library Loan Fee:		Charges vary depending on source	
Book Inter-Library Loan Processing Fee	\$10.00	Per Book	
Retrieve Document from other sources	\$5.00	Per Document	
Pages Copied / Printed		@ \$.25 per page (\$1.00 minimum per cite)	
Mail / Fax:		@ \$5.00 per cite	
Scanned and E-mailed:	1	@ \$5.00 per cite	5.00
Westlaw Retrieval Delivered Via E-Mail:			
Outside Public Plan:		@ \$20.00 per cite	
Within Public Plan:		@ \$2.00 per cite	
Total			\$15.00

Please remit the above amount. To insure proper credit please write the invoice number on your check and return a copy of this invoice with payment. You may pay in cash at the law library.

Make checks payable to: **Lehigh County Law Library**
455 West Hamilton Street
Allentown, PA 18101-1614

NOTE: Payment is due within 30 days of receipt of this invoice, or a \$5.00 late fee will be charged.

036847 - Steve Park

January 2007

0 - ALL (W. . . .)

oldeCityCatches
215 701-3388

DRIVER: 00100718
CAB # 40785
TRIP # 90747
DATE: 12/14/2007
START TIME 14:54
END TIME 15:05
RATE No. 1
MILES 2.32
FARE \$ 8.70
Tip/Other 2.00
TOTAL \$ 10.70

PPA Complaints
215 683-9440

CARDNUMBER: 1089
AUTHOR.: 918940

VICTORY DISPATCH
215 225-5000

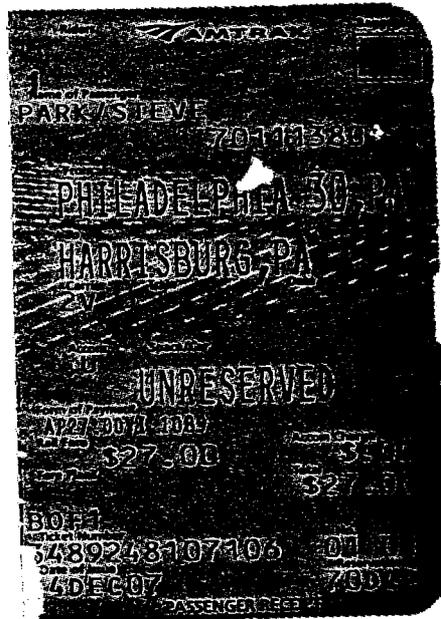
DRIVER: 00100962
CAB # P0921
DATE: 12/14/2007
START TIME 08:25
END TIME 08:32
TRIP # 1527
RATE No. 1
MILES 1.48
FARE \$ 6.30

GR. TOT. 6.30

TIP: \$ 2.70

TOTAL \$ 9.00

PPA Complaints
215 683-9440





Invoice Number
2-413-10469

Invoice Date
Dec 07, 2007

Account Number
[REDACTED]

Picked up: Nov 28, 2007
Payor: Shipper

Cust. Ref.: [REDACTED]
Ref.#3:

Ref.#2:

Rate Method

0292/902920 Reference Subtotal USD

\$184.99

Picked up: Nov 28, 2007
Payor: Shipper

Cust. Ref.: [REDACTED]
Ref.#3:

Ref.#2:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 16.50% to this shipment.
- Distance Based Pricing, Zone 2

Automation WBUS
 Tracking ID [REDACTED]
 Service Type FedEx 2Day
 Package Type FedEx Envelope
 Zone 02
 Packages 1
 Rated Weight N/A
 Delivered Nov 30, 2007 09:14
 Svc Area A1
 Signed by S.EAHART
 FedEx Use 00000000/0001108/_

Sender
 J. Brian Walsh
 Ballard Spahr
 1735 Market Street
 PHILADELPHIA PA 19103 US

Recipient
 Andrew Gordon
 PA Dept of Trans.
 400 North St
 HARRISBURG PA 17120 US

Transportation Charge	9.85
Discount	-3.85
Fuel Surcharge	0.99
Total Charge	USD 66.99

[REDACTED] Reference Subtotal USD

\$6.99



Invoice Number 2-376-58762	Invoice Date Nov 16, 2007	Account Number [REDACTED]	Page 30 of 108
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Picked up: Nov 06, 2007

Cust. Ref: [REDACTED]

Ref.#2:

Payor: Shipper

Ref.#3:

- Fuel Surcharge - FedEx has applied a fuel surcharge of 16.50% to this shipment.
- Distance Based Pricing, Zone 2

Automation WBUS
 Tracking ID [REDACTED]
 Service Type FedEx 2Day
 Package Type FedEx Envelope
 Zone 02
 Packages 1
 Rated Weight N/A
 Delivered Nov 08, 2007 09:39
 Svc Area A1
 Signed by N.CHIKOTES
 FedEx Use 000000000/0001108/_

Sender
 J. Brian Walsh
 Ballard Spahr
 1735 Market Street
 PHILADELPHIA PA 19103 US

Recipient
 Andrew Gordon
 Dept. of Transportation
 400 North St
 HARRISBURG PA 17120 US

Transportation Charge	9.85
Discount	-3.85
Fuel Surcharge	0.99
Total Charge	USD 6.99

[REDACTED] **Reference Subtotal** **USD** **\$6.99**

Picked up: Nov 12, 2007

Cust. Ref: [REDACTED]

Ref.#2:

Payor: Shipper

Ref.#3:

BALLARD, SPAHR, ANDREWS & INGERSOLL, LLP

DAILY EXPENSE DIARY

Hume Park

Attorney # 7143

Date Submitted 12-17, 2007

Business Purposes or Activity Travel Expenses

EXPENSE ITEMIZATION

		From	To	Sun	Mon	Tue	Wed	Thurs	Fri	Sat	TOTALS		
Account No.	Expense Description												
70	1. AUTO. _____ cents per MILES									102.40			
	2. Car Rental												
	3. Parking/ Tolls												
	4. Air/Bus/Rail												
	5. Limousine/Taxi									59.00	59.00		
	6. Tips									19.70	19.70		
	7. Room Charge												
	8. Hotel Tips												
	9. *Breakfast												
	10. *Lunch												
	11. *Dinner												
	12. *Entertainment (Explain Below)												
	13. Telephone												
	14.												
	15.												
	16.												
		TOTAL EXPENSES										78.00	78.00

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS) * BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION CODES MUST BE ENTERED

TAX SUBSTANTIATION

* DESCRIPTION CODES	
A. Meal on Travel Status, without guests	C. Goodwill meal without business discussion
B. Meal, before, during or after business activity/discussion	D. Other (Explain)

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed

RECEIVED

DEC 18 REC'D

BY: _____

ACCOUNT AND REIMBURSEMENT INFORMATION

CHECK IF CLIENT IS TAX EXEMPT ORGANIZATION () 93 59.00 89 19.70

Charge to:	Client/Matter	Firm
Acct. Name		
Acct. #	<u>#036247</u>	
* Amount	<u>\$75.00</u>	

TOTAL EXPENSES	78.00
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	<u>20.00</u>

Approved _____ Signed [Signature] Paid to or credit personal account of: _____

BALLARD SPAHR ANDREWS & INGERSOLL, LLP
DAILY EXPENSE DIARY

Name Steve Park Attorney # 7143 Dept: PF Date Submitted: Nov. 19, 2007
Business Purpose or Activity: Travel to Harrisburg to meet with client

EXPENSE ITEMIZATION

From									Phila.			TOTALS
To									Hbg.			
To									Phila.			
DATE:		Sun	Mon	Tue	Wed	Thu	Fri	Sat	11/15/07			
EXPENSE DESCRIPTION												
TRAVEL	1.	Auto: ___ miles @ 48.5 cents / mile								62.0		
	2.	Car Rental								30.07		\$30.07
	3.	Parking/Tolls										
	4.	Air/Bus/Rail								44.00		\$44.00
	5.	Limousine/Taxi								42.00		\$42.00
	6.	Tips								16.00		\$16.00
LODGING	7.	Room Charge										
	8.	Hotel Tips										
MEALS	9.	*Breakfast										
	10.	*Lunch										
	11.	*Dinner										
MISC.	12.	*Entertainment										
	13.	Telephone										
	14.											
	15.											
	16.											
		TOTAL EXPENSES								\$132.07		\$132.07

ATTACH ITEMIZED BILLS FOR (a) LODGING IN ANY AMOUNT AND (b) EXPENDITURES OF \$25 OR MORE (EXCLUSIVE OF TIPS)
*BUSINESS MEALS & ENTERTAINMENT MUST BE EXPLAINED BELOW AND DESCRIPTION OF CODES MUST BE ENTERED

TAX SUBSTANTIATION

*DESCRIPTION CODES	
A. Meal on Travel Status, without guests	C. Goodwill meal without business discussion
B. Meal, before, during or after business activity/discussion	D. Other (Explain)

Date	Amount	*Code	Restaurant	Guests & Business Relationship	Business Discussed

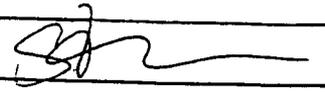
RECEIVED
NOV 19 2007
13

93 42.00 89 90.07

ACCOUNT AND REIMBURSEMENT INFORMATION

Charge to:	Client/Matter	Firm
Acct. Name	Pennsylvania Commonwealth	
Acct. #	036847	
Amount	\$132.07	

TOTAL EXPENSES	\$132.07
CASH ADVANCED	
DUE FIRM	
DUE EMPLOYEE	\$132.07

Approved _____ Signed  Paid to or credit personal account of _____

254815111518102007

Logan Square
Operated By InterPark

Entry Time:
11/15/07 1:59 PM
Exit Time:
11/15/07 6:10 PM
Duration: Od. 4h. 11m.
Pay Station: 15
Tran: 2548
Ticket# 05021

default \$ 24.00

Total:
\$ 24.00

Tender: \$ 0.00
\$ 24.00
Change: \$ 0.00

Thank You For
Parking With Us

Rcpt# 715

11/15/07 13:43 L B A# 1 Exr# 1116

11/15/07 06:59 In 11/15/07 13:43 out

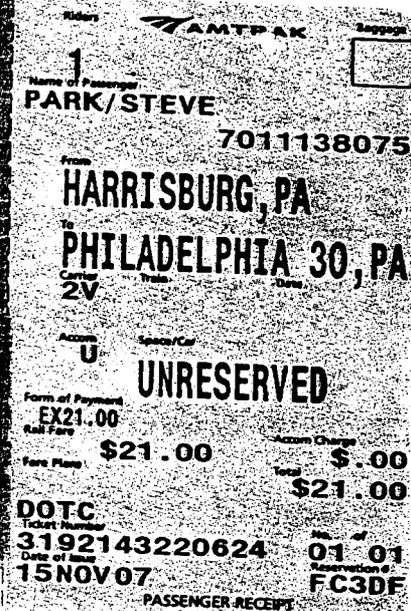
Ik1# 046352

Amtrak 2 \$ 20.00

Total Fee \$ 20.00

\$ 20.00

Change Due \$ 0.00



CAPITAL CITY CAB SERVICE CHARGE TICKET NO.

For Quality Service Call Us!!!
(717) 939-6363

32567

DATE 20

*****CHARGE ACCOUNTS*****

DR. # CAB # NAME

ACCT. NAME:

FROM: 1035 Mumma Rd.
Company Name

Street City

TO: Amtrak
Company Name

Street City

AUTHORIZED BY:

FARE: \$ 8

WAITING TIME: Describe on

CAPITAL CITY CAB SERVICE CHARGE TICKET NO.

For Quality Service Call Us!!!
(717) 939-6363

82521

DATE 20

*****CHARGE ACCOUNTS*****

DR. # CAB # NAME

ACCT. NAME:

FROM: Amtrak
Company Name

Street City

TO: 1035 Mumma Rd.
Company Name

Street City

AUTHORIZED BY:

FARE: \$ 8

Mayer Brown LLP
71 S. Wacker Drive
Chicago, IL 60606-4637

Invoice Number 28656248

Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

REVISED

December 14, 2007

For professional services rendered for the period April 30,
2007 through May 21, 2007

Fees		
Less Discount @15%		\$44,997.50
Total Fees		<u>-6,749.62</u>
Other Charges		38,247.88
Travel - Airfare		
Travel - Other	630.05	
Other Disbursements	115.00	
	85.88	
Total Other Charges		<u>830.93</u>
Total Fees and Other Charges		<u>\$39,078.81</u>

Reminder statements will be sent for outstanding invoices.

07067047
 Pennsylvania (Commonwealth of)
 Turnpike Privatization

Page 2
 Schmidt, John R.

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
04/30/07	Seliga, Joseph	2.50
05/01/07	Edmonds, Tyler R	2.00
05/01/07	Narefsky, David	3.00
05/01/07	Schmidt, John R.	1.50
05/01/07	Schmidt, John R.	1.50
05/02/07	Narefsky, David	5.50
05/02/07	Schmidt, John R.	5.00
05/02/07	Schmidt, John R.	1.00
05/03/07	Edmonds, Tyler R.	0.25
05/03/07	Narefsky, David	2.00
05/03/07	Seliga, Joseph	0.50
05/04/07	Schmidt, John R.	1.50
05/04/07	Schmidt, John R.	1.00
05/07/07	Schmidt, John R.	1.50

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
05/09/07	Narefskv. David	2.50
05/09/07	Schmidt, John R.	0.50
05/10/07	Narefskv. David	1.00
05/10/07	Narefskv. David	1.00
05/10/07	Schmidt, John R.	1.00
05/10/07	Schmidt, John R.	0.50
05/10/07	Seliga, Joseph	1.50
05/11/07	Schmidt, John R.	1.25
05/11/07	Schmidt, John R.	1.00
05/12/07	Narefsky, David	2.25
05/13/07	Narefsky, David	1.75
05/13/07	Seliga, Joseph	3.50
05/14/07	Edmonds, Tyler R.	0.25
05/14/07	Kelman, Robert A.	1.00
05/14/07	Narefskv. David	2.50
05/14/07	Schmidt, John R.	0.50

07067047
 Pennsylvania (Commonwealth of)
 Turnpike Privatization

Page 4
 Schmidt, John R.

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
05/15/07	Narefskv. David	2.00
05/15/07	Schmidt, John R.	1.25
05/16/07	Schmidt, John R.	1.50
05/16/07	Schmidt, John R.	1.00
05/17/07	Kelman, Robert A.	1.50
05/17/07	Schmidt, John R.	0.50
05/18/07	Narefskv. David	1.50
05/18/07	Schmidt, John R.	0.50
05/18/07	Schmidt, John R.	0.50
05/18/07	Seliga, Joseph	0.25
05/20/07	Narefsky, David	1.25
05/20/07	Seliga, Joseph	1.00
05/21/07	Kelman, Robert A.	1.50
05/21/07	Narefsky, David	3.00
05/21/07	Schmidt, John R.	1.00
05/21/07	Seliga, Joseph	0.50

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
		Total Hours	69.50

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
05/01/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St; INVOICE#: MBRM000995042070020; DATE: 6/19/2007 - Agent fee expense incurred by J Schmidt	47.25
05/01/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St; INVOICE#: MBRM000995042070020; DATE: 6/19/2007 - Air travel expense incurred by J Schmidt on 5/2/07 for trip to Chgo/Harrisburg/Chgo	582.80
05/01/07	Other Disbursements VENDOR: Narefsky, David INVOICE#: MBRM000071062070087 DATE: 12-Jun-07 Use of audio visual equipment.	85.88
05/02/07	Travel - Other VENDOR: Narefsky, David INVOICE#: MBRM000071062070086 DATE: 12-Jun-07 Parking at airport while on travels.	39.00
05/02/07	Travel - Other VENDOR: Schmidt, John R. INVOICE#: MBRM000084882070068 DATE: 21-Jun-07 Harrisburg PA Mtg. w/ client 5/2 From 02 May 2007 To 02 May 2007	76.00
Total Other Charges		\$830.93

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Amount</u>
Edmonds, Tyler R.	2.50	499.38
Kelman, Robert A.	4.00	2,532.96
Narefsky, David	29.25	15,539.08
Schmidt, John R.	24.00	16,320.00
Seliga, Joseph	9.75	3,356.46
Total Legal Fees	69.50	\$38,247.88

OTHER CHARGES SUMMARY

Other Charges

Travel - Airfare
Travel - Other
Other Disbursements

Amount

630.05
115.00
85.88

Total Other Charges

\$830.93

REMITTANCE

Please enclose this remittance advice with your payment so that your account may be properly credited.

Client Name: Commonwealth of Pennsylvania
Matter: 07067047 Turnpike Privatization
Invoice Number: 28656248

Fees: \$38,247.88
Other Charges: 830.93
Current Invoice Amount: \$39,078.81

Previous balance due: 181,443.84

Invoice Number	Invoice Date	Amount Due
28632123	09/30/07	77,167.74
28638266	10/25/07	104,276.10
TOTAL DUE AND OUTSTANDING:		\$220,522.65

AMOUNT ENCLOSED: \$

MAILING ADDRESS

Mayer Brown LLP
2027 Collection Center Dr.
Chicago, Illinois 60693-0020

OR

A wire transfer payment may be made to Mayer Brown LLP's

Please indicate the invoice(s) being paid.

Accounts Receivable contact:

5101276023

"I certify the service/supplies represented by this invoice were received in satisfactory condition for use by the Pennsylvania Department of Transportation. I also certify the charges shown on this invoice are correct. Therefore, I approve payment be made."

Signature

12.19.07

Date

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28656247



Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

REVISED

December 14, 2007

For professional services rendered for the period June 1, 2007 through June 29, 2007

Fees		\$19,820.00
Less Discount @15%		-2,973.05
Total Fees		16,846.95
Other Charges		
Law Research	367.65	
Westlaw Research	827.50	
Total Other Charges		1,195.15
Total Fees and Other Charges		<u>\$18,042.10</u>

RECEIVED
DEC 20 AM 11:18 '07

PO 4300009576
line item 2
receive 18,042.10

* posted #5001919703 12/18/07 JJA

5106866745

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28656247



Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

December 14, 2007

For professional services rendered for the period June 1, 2007 through June 29, 2007	\$19,820.00
---	-------------

Fees	
Less Discount @15%	<u>-2,973.05</u>
Total Fees	16,846.95
Other Charges	

Lexis	367.65
Westlaw Research	827.50

Total Other Charges	<u>1,195.15</u>
---------------------	-----------------

Total Fees and Other Charges	<u>\$18,042.10</u>
-------------------------------------	---------------------------



Reminder statements will be sent for outstanding invoices.

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
06/01/07	Narefsky, David	0.50
06/01/07	Schmidt, John R.	0.50
06/01/07	Seliga, Joseph	1.25
06/02/07	Seliga, Joseph	0.50
06/04/07	Seliga, Joseph	0.25
06/06/07	Narefsky, David	0.50
06/07/07	Narefskv, David	1.00
06/07/07	Seliga, Joseph	1.25
06/09/07	Seliga, Joseph	0.25
06/10/07	Narefsky, David	1.50
06/10/07	Seliga, Joseph	0.25
06/11/07	Narefsky, David	1.50
06/13/07	Narefsky, David	0.50
06/13/07	Schmidt, John R.	0.50
06/13/07	Seliga, Joseph	0.50

Reminder statements will be sent for outstanding invoices.

Mayer Brown LLP

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

Page 3
Schmidt, John R.

06/14/07	Narefsky, David	1.00
06/14/07	Schmidt, John R.	1.00
06/14/07	Seliga, Joseph	1.50
06/15/07	Narefsky, David	1.50
06/16/07	Seliga, Joseph	0.25
06/18/07	Bedwell, Bruce A.	3.50
06/19/07	Bedwell, Bruce A.	3.75
06/19/07	Narefskv, David	1.00
06/20/07	Bedwell, Bruce A.	6.50
06/20/07	Schmidt, John R.	1.50
06/20/07	Seliga, Joseph	0.50
06/21/07	Bedwell, Bruce A.	3.00
06/21/07	Hakim, Ranjit J.	0.75
06/21/07	Narefsky, David	1.00
06/22/07	Bedwell, Bruce A.	1.00
06/22/07	Hakim, Ranjit J.	2.50

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

06/22/07	Narefskv. David	1.25
06/25/07	Bedwell, Bruce A.	0.50
06/28/07	Narefskv. David	1.00
06/28/07	Seliga, Joseph	0.75
Total Hours		44.50

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/19/07	Lexis Lexis Research performed by Bedwell, Bruce A.	367.65
06/22/07	Westlaw Research Westlaw Research performed by Hakim, Ranjit J.	119.40
06/25/07	Westlaw Research Westlaw Research performed by Hakim, Ranjit J.	225.08
06/27/07	Westlaw Research Westlaw Research performed by Hakim, Ranjit J.	449.02
06/29/07	Westlaw Research Westlaw Research performed by Hakim, Ranjit J.	34.00
	Total Other Charges	\$1,195.15

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Amount</u>
Bedwell, Bruce A.	18.25	4,731.33
Hakim, Ranjit J.	3.25	732.07
Narefsky, David	12.25	6,507.84
Schmidt, John R.	3.50	2,380.00
Seliga, Joseph	7.25	2,495.71
Total Legal Fees	44.50	\$16,846.95

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

OTHER CHARGES SUMMARY

<u>Other Charges</u>	<u>Amount</u>
Lexis	367.65
Westlaw Research	827.50
Total Other Charges	\$1,195.15

REMITTANCE

Please enclose this remittance advice with your payment so that your account may be properly credited.

Client Name: Commonwealth of Pennsylvania

Matter: 07067047 Turnpike Privatization

Invoice Number: 28656247

Fees: \$16,846.95

Other Charges: 1,195.15

Current Invoice Amount: \$18,042.10

Previous balance due: 181,443.84

Invoice Number	Invoice Date	Amount Due
28632123	09/30/07	77,167.74
28638266	10/25/07	104,276.10

TOTAL DUE AND OUTSTANDING: \$199,485.94

AMOUNT ENCLOSED: \$

MAILING ADDRESS

Mayer Brown LLP
2027 Collection Center Dr.
Chicago, Illinois 60693-0020

OR

A wire transfer payment may be made to Mayer Brown LLP's account number [REDACTED]

Please indicate the invoice(s) being paid.

Accounts Receivable contact: [REDACTED]

5101225.728
G R
5001896933
MDR
12/4/07

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28632123

Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

PO 4300009576
line item 2
receive 77,167.74

Attn: Barbara Adams

September 30, 2007

For professional services rendered for the period ended August 31, 2007

Re: Turnpike Privatization
Matter No: 07067047

Fees		\$86,388.75
Less Discount @15%		<u>-12,958.39</u>
Total Fees		73,430.36
Other Charges		
Document Preparation	768.75	
Document Reproduction	263.55	
Other Disbursements	48.23	
Automated Research	416.75	
Travel	2,240.10	
Total Other Charges		
Total Fees and Other Charges		<u>3,737.38</u>

\$77,167.74

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
07/02/07	Hakim, Ranjit J.		
07/03/07	Hakim, Ranjit J.		4.00
07/06/07	Narefsky, David		4.00
07/11/07	Narefsky, David		0.50
07/12/07	Narefsky, David		1.50
07/12/07	Seliqa, Joseph		0.75
07/13/07	Bedwell, Bruce A.		0.75
07/13/07	Lenahan, Mary M.		0.25
07/16/07	Lenahan, Mary M.		2.00
07/19/07	Bedwell, Bruce A.		2.50
07/19/07	Lenahan, Mary M.		0.50
07/20/07	Bedwell, Bruce A.		4.50
08/03/07	Narefsky, David		2.50
08/06/07	Narefsky, David		2.00
08/08/07	Narefsky, David		1.00
08/08/07	Schmidt, John R.		1.50
08/08/07	Schmidt, John R.		3.50
			0.25

Mayer Brown LLP

07067047
 Pennsylvania (Commonwealth of)
 Turnpike Privatization

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
08/09/07	Schmidt, John R.		
08/10/07	Bedwell, Bruce A		0.50
08/10/07	Cannon, Jeromy S.		3.00
			1.00
08/13/07	Bedwell, Bruce A.		
08/13/07	Cannon, Jeromy S.		4.50
08/13/07	Narefsky, David		0.50
08/13/07	Seliga, Joseph		1.00
			3.00
08/14/07	Bedwell, Bruce A.		
08/14/07	Schmidt, John R.		5.25
08/15/07	Bedwell, Bruce A.		0.50
08/15/07	Narefsky, David		5.00
			1.50
08/15/07	Schmidt, John R.		
			1.00
08/15/07	Seliga, Joseph		
			0.50
08/16/07	Bedwell, Bruce A.		
08/17/07	Bedwell, Bruce A.		8.50
08/20/07	Bedwell, Bruce A.		1.25
			2.25

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
08/20/07	Schmidt, John R.		1.50
08/20/07	Seliga, Joseph		0.50
08/21/07	Bedwell, Bruce A.		3.75
08/21/07	Narefsky, David		3.00
08/21/07	Seliga, Joseph		4.00
08/22/07	Bedwell, Bruce A.		3.75
08/22/07	Seliga, Joseph		0.50
08/23/07	Schmidt, John R.		2.50
08/23/07	Seliga, Joseph		0.25
08/24/07	Narefsky, David		4.50
08/24/07	Schmidt, John R.		1.50
08/24/07	Schmidt, John R.		0.50
08/24/07	Seliga, Joseph		2.00
08/25/07	Seliga, Joseph		9.00
08/26/07	Bedwell, Bruce A.		2.00

07067047
 Pennsylvania (Commonwealth of)
 Turnpike Privatization

Page 5
 Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
08/26/07	Seliga, Joseph		3.00
08/27/07	Bedwell, Bruce A.		0.50
08/27/07	Narefsky, David		10.00
08/27/07	Schmidt, John R.		4.50
08/27/07	Seliga, Joseph		3.50
08/28/07	Cannon, Jeromy S.		0.25
08/28/07	Schmidt, John R.		1.00
08/28/07	Schmidt, John R.		3.25
08/28/07	Seliga, Joseph		4.00
08/29/07	Bedwell, Bruce A.		2.50
08/29/07	Narefsky, David		1.50
08/29/07	Seliga, Joseph		2.50
08/30/07	Bedwell, Bruce A.		1.75
08/30/07	Narefsky, David		2.50

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
08/30/07	Schmidt, John R.		1.00
08/30/07	Schmidt, John R.		1.00
08/30/07	Schmidt, John R.		1.00
08/30/07	Seliga, Joseph		4.00
08/31/07	Bedwell, Bruce A.		4.00
08/31/07	Cannon, Jeromy S.		0.50
08/31/07	Narefsky, David		3.50
08/31/07	Seliga, Joseph		2.00
		Total Hours	168.25

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
06/13/07	Other Disbursements VENDOR: 1-800-Conference; INVOICE#: 1200500708; DATE: 6/25/2007	48.23
07/02/07	Westlaw Research Westlaw Research performed by Hakim, Ranjit J.	7.32
08/14/07	Document Preparation Performed by Duda, Janet for Bedwell, Bruce A.	93.75
08/14/07	Document Preparation Performed by Griffin, Yolanda for Bedwell, Bruce A.	675.00
08/21/07	Document Reproduction	45.45
08/21/07	Document Reproduction	52.35
08/21/07	Document Binding	24.75
08/21/07	Document Binding	5.00
08/22/07	Document Reproduction	2.50
08/22/07	Document Reproduction	7.80
08/22/07	Document Reproduction	5.25
08/24/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St INVOICE#: MBRM000995022070023 DATE: 27-Sep-07 Airfare travel expense incurred by J. Schmidt on 8/27/2007 for trip to Harrisburg from Chgo	6.90 1,032.80
08/24/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St INVOICE#: MBRM000995022070023 DATE: 27-Sep-07 Agent Fee incurred by J. Schmidt on 8/27/2007	47.25
08/24/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St INVOICE#: MBRM000995022070023 DATE: 27-Sep-07 Airfare travel expense incurred by D. Narefsky on 8/27/2007 for trip to Harrisburg from Chgo	1,032.80
08/24/07	Travel - Airfare VENDOR: Diners Club(C.Hendricks/7958 Chester St INVOICE#: MBRM000995022070023 DATE: 27-Sep-07 Agent Fee incurred by D. Narefsky on 8/27/2007	47.25
08/26/07	Westlaw Research Westlaw Research performed by Bedwell, Bruce A.	409.43

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Pennsylvania (Commonwealth of)
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OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
08/27/07	Travel - Other VENDOR: Narefsky, David INVOICE#: MBRM000071062070100 DATE: 25-Sep-07 cab slips to and from airport.	80.00
08/31/07	Document Reproduction	113.55
	Total Other Charges	\$3,737.38

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>		<u>Rate</u>	<u>Amount</u>
Bedwell, Bruce A.	51.25	hours @	380.00	19,475.00
Cannon, Jeromy S.	2.25	hours @	310.00	697.50
Hakim, Ranjit J.	8.00	hours @	320.00	2,560.00
Lenahan, Mary M.	9.00	hours @	225.00	2,025.00
Narefsky, David	34.75	hours @	625.00	21,718.75
Schmidt, John R.	23.50	hours @	900.00	21,150.00
Seliga, Joseph	39.50	hours @	475.00	18,762.50
Total Legal Fees	168.25			\$86,388.75

OTHER CHARGES SUMMARY

<u>Other Charges</u>	<u>Amount</u>
Travel - Airfare	2,160.10
Travel - Other	80.00
Other Disbursements	48.23
Westlaw Research	416.75
Document Preparation	768.75
Document Reproduction	256.05
Document Binding	7.50
Total Other Charges	\$3,737.38

AOD-TO

510 122 5691

#42464

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28638266

Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

October 25, 2007

For professional services rendered for the period ended September 30, 2007

**Re: Turnpike Privatization
Matter No: 07067047**

Fees		\$121,497.50
Less Discount @15%		<u>-18,224.62</u>
Total Fees		103,272.88
Other Charges		
Travel - Airfare	384.80	
Travel - Other	35.00	
Lexis	20.48	
Westlaw Research	27.83	
Document Reproduction	379.95	
Document Binding	11.10	
Business Meals	51.00	
Total Other Charges		<u>910.16</u>
Total Fees and Other Charges		<u>\$104,183.04</u>

Reminder statements will be sent for outstanding invoices.

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Page 2
Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/04/07	Bedwell, Bruce A.		5.00
09/04/07	Cannon, Jeromy S.		1.25
09/04/07	Narefsky, David		3.00
09/04/07	Schmidt, John R.		1.00
09/04/07	Schmidt, John R.		2.25
09/05/07	Bedwell, Bruce A.		6.00
09/05/07	Cannon, Jeromy S.		0.50
09/05/07	Kelman, Robert A.		2.00
09/05/07	Narefsky, David		3.00
09/05/07	Schmidt, John R.		1.50
09/05/07	Schmidt, John R.		2.50
09/05/07	Seliga, Joseph		6.00
09/06/07	Bedwell, Bruce A.		0.50

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Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/06/07	Schmidt, John R.		1.25
09/06/07	Seliga, Joseph		0.25
09/07/07	Cannon, Jeromy S.		0.75
09/07/07	Kelman, Robert A.		5.00
09/07/07	Schmidt, John R.		1.00
09/09/07	Narefsky, David		1.00
09/10/07	Bedwell, Bruce A.		0.50
09/10/07	Kelman, Robert A.		6.50
09/10/07	Narefsky, David		1.50
09/10/07	Schmidt, John R.		1.00
09/10/07	Seliga, Joseph		1.25
09/11/07	Bedwell, Bruce A.		0.75
09/11/07	Kelman, Robert A.		5.00
09/11/07	Narefsky, David		0.50
09/11/07	Schmidt, John R.		0.50
09/12/07	Narefsky, David		1.50
09/12/07	Schmidt, John R.		2.00

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Page 4
Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/13/07	Bedwell, Bruce A.		2.00
09/13/07	Seliga, Joseph		1.50
09/14/07	Kelman, Robert A.		4.50
09/14/07	Seliga, Joseph		4.00
09/15/07	Seliga, Joseph		2.50
09/17/07	Bedwell, Bruce A.		1.00
09/17/07	Kelman, Robert A.		2.00
09/17/07	Narefsky, David		1.00
09/17/07	Seliga, Joseph		3.25
09/18/07	Bedwell, Bruce A.		0.25
09/18/07	Cannon, Jeromy S.		2.50
09/18/07	Schmidt, John R.		1.00
09/18/07	Seliga, Joseph		3.00
09/19/07	Seliga, Joseph		0.50

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Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/20/07	Bedwell, Bruce A.		0.75
09/20/07	Narefsky, David		2.75
09/20/07	Schmidt, John R.		1.00
09/20/07	Schmidt, John R.		1.00
09/20/07	Seliga, Joseph		4.00
09/21/07	Bedwell, Bruce A.		4.25
09/21/07	Narefsky, David		1.00
09/22/07	Seliga, Joseph		2.25
09/23/07	Narefsky, David		1.00
09/23/07	Seliga, Joseph		1.75
09/24/07	Bedwell, Bruce A.		1.00
09/24/07	Cannon, Jeromy S.		0.25
09/24/07	Narefsky, David		2.00
09/24/07	Schmidt, John R.		1.00

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Page 6
Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/24/07	Schmidt, John R.		0.50
09/24/07	Schmidt, John R.		0.50
09/24/07	Schmidt, John R.		0.50
09/24/07	Seliga, Joseph		4.00
09/25/07	Bedwell, Bruce A.		5.00
09/25/07	Cannon, Jeremy S.		1.50
09/25/07	Schmidt, John R.		1.00
09/25/07	Schmidt, John R.		1.50
09/25/07	Seliga, Joseph		2.50
09/26/07	Bedwell, Bruce A.		7.00
09/26/07	Cannon, Jeremy S.		1.50
09/26/07	Narefsky, David		2.00
09/26/07	Organ, Joseph B.		0.25
09/26/07	Schmidt, John R.		1.00

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Page 7
Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/26/07	Schmidt, John R.		1.50
09/26/07	Schmidt, John R.		2.50
09/26/07	Seliga, Joseph		2.50
09/27/07	Cannon, Jeromy S.		2.50
09/27/07	Narefsky, David		1.50
09/27/07	Schmidt, John R.		1.00
09/27/07	Schmidt, John R.		1.00
09/27/07	Seliga, Joseph		4.50
09/28/07	Bedwell, Bruce A.		8.50
09/28/07	Cannon, Jeromy S.		5.50
09/28/07	Narefsky, David		10.00
09/28/07	Schmidt, John R.		5.00
09/28/07	Schmidt, John R.		1.00

Mayer Brown LLP

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Page 8
Schmidt, John R.

<u>Date</u>	<u>Timekeeper Name</u>	<u>DESCRIPTION OF LEGAL SERVICES</u>	<u>Hours</u>
09/28/07	Seliga, Joseph		10.00
09/29/07	Narefsky, David		0.50
09/29/07	Seliga, Joseph		3.00
09/30/07	Bedwell, Bruce A.		2.00
09/30/07	Seliga, Joseph		2.75
		Total Hours	211.75

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Page 9
 Schmidt, John R.

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/01/07	Document Reproduction	191.55
09/04/07	Lexis Lexis Research performed by Gattis, Michael R.	20.48
09/04/07	Document Reproduction	8.10
09/04/07	Document Reproduction	11.10
09/04/07	Document Reproduction	24.60
09/04/07	Document Reproduction	91.65
09/04/07	Document Reproduction	28.20
09/04/07	Document Binding	7.50
09/04/07	Document Binding	3.60
09/17/07	Document Reproduction	24.75
09/24/07	Westlaw Research Westlaw Research performed by Cannon, Jeremy S.	27.83
09/28/07	Travel - Airfare VENDOR: Seliga, Joseph INVOICE#: MBRM000058682070083 DATE: 03-Oct-07 Joe Seliga - Trip to PA for Agmt. Issues From 28 Sep 2007 To 28 Sep 2007	384.80
09/28/07	Travel - Other VENDOR: Seliga, Joseph INVOICE#: MBRM000058682070083 DATE: 03-Oct-07 Cab from Ballad Spahr to Philadelphia Airport for self and John Schmidt.	35.00
09/28/07	Business Meals Business meals incurred by Cannon.	51.00
	Total Other Charges	\$910.16

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>		<u>Rate</u>	<u>Amount</u>
Bedwell, Bruce A.	44.50	hours @	380.00	16,910.00
Cannon, Jeromy S.	16.25	hours @	310.00	5,037.50
Keiman, Robert A.	25.00	hours @	815.00	20,375.00
Narefsky, David	32.25	hours @	625.00	20,156.25
Organ, Joseph B.	0.25	hours @	625.00	156.25
Schmidt, John R.	34.00	hours @	900.00	30,600.00
Seliga, Joseph	59.50	hours @	475.00	28,262.50
Total Legal Fees	211.75			\$121,497.50

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Tumpike Privatization

OTHER CHARGES SUMMARY

<u>Other Charges</u>	<u>Amount</u>
Travel - Airfare	384.80
Travel - Other	35.00
Lexis	20.48
Westlaw Research	27.83
Document Reproduction	379.95
Document Binding	11.10
Business Meals	51.00
Total Other Charges	\$910.16

REMITTANCE

Please enclose this remittance advice with your payment so that your account may be properly credited.

Client Name: Commonwealth of Pennsylvania
Matter: 07067047 Turnpike Privatization
Invoice Number: 28638266

Fees: \$103,272.88
Other Charges: 910.16
Current Invoice Amount: \$104,183.04
Previous balance due: 134,288.70

Invoice Number	Invoice Date	Amount Due
28608121	07/27/07	57,120.96
28632123	09/30/07	77,167.74
TOTAL DUE AND OUTSTANDING:		\$238,471.74

AMOUNT ENCLOSED: \$

MAILING ADDRESS

Mayer Brown LLP
2027 Collection Center Dr.
Chicago, Illinois 60693-0020

OR

A wire transfer payment may be made to Mayer Brown LLP's account number [REDACTED]

Please indicate the invoice(s) being paid.

Accounts Receivable contact: [REDACTED]

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28655970

Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

December 10, 2007

Fees	\$172,628.75
Less Discount @15%	<u>-25,894.31</u>
Total Fees	146,734.44

Reminder statements will be sent for outstanding invoices.

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
10/01/07	Cannon, Jeromy S.	0.75
10/01/07	Narefsky, David	2.00
10/01/07	Schmidt, John R.	1.00
10/01/07	Schmidt, John R.	2.25
10/01/07	Schmidt, John R.	0.50
10/01/07	Seliga, Joseph	4.00
10/02/07	Cannon, Jeromy S.	2.00
10/02/07	Kelman, Robert A.	3.00
10/02/07	Narefsky, David	1.00
10/02/07	Narefsky, David	2.00
10/02/07	Narefsky, David	1.00
10/02/07	Narefsky, David	1.00
10/02/07	Schmidt, John R.	1.00
10/02/07	Schmidt, John R.	2.50
10/02/07	Schmidt, John R.	0.50

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Page 3
Schmidt, John R.

10/02/07	Schmidt, John R.	1.50
10/02/07	Schmidt, John R.	0.50
10/02/07	Seliga, Joseph	3.25
10/03/07	Cannon, Jeromy S.	2.00
10/03/07	Kelman, Robert A.	3.50
10/03/07	Narefsky, David	1.50
10/03/07	Schmidt, John R.	2.50
10/03/07	Schmidt, John R.	1.00
10/03/07	Schmidt, John R.	2.00
10/03/07	Seliga, Joseph	0.50
10/03/07	Timmel, Richard	1.00
10/04/07	Cannon, Jeromy S.	2.50
10/04/07	Kelman, Robert A.	6.00
10/04/07	Narefsky, David	1.00
10/04/07	Narefsky, David	2.00

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Page 4
Schmidt, John R.

10/04/07	Schmidt, John R.	1.00
10/04/07	Schmidt, John R.	2.50
10/04/07	Seliga, Joseph	1.50
10/04/07	Timmel, Richard Section 118 analysis	2.25
10/05/07	Cannon, Jeromy S.	3.00
10/05/07	Kelman, Robert A.	5.50
10/05/07	Narefsky, David	2.00
10/05/07	Narefskv. David	1.00
10/05/07	Schmidt, John R.	1.50
10/05/07	Schmidt, John R.	1.00
10/05/07	Timmel, Richard	2.50
10/07/07	Seliga, Joseph	0.25
10/08/07	Cannon, Jeromy S.	1.75
10/08/07	Seliga, Joseph	0.25
10/09/07	Narefsky, David	1.00

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Page 5
Schmidt, John R.

10/09/07	Narefsky, David	1.00
10/09/07	Schmidt, John R.	0.50
10/09/07	Schmidt, John R.	3.00
10/10/07	Cannon, Jeromy S.	1.00
10/10/07	Narefsky, David	2.00
10/10/07	Schmidt, John R.	1.50
10/10/07	Seliga, Joseph	0.25
10/11/07	Cannon, Jeromy S.	1.50
10/11/07	Kelman, Robert A.	3.50
10/11/07	Narefsky, David	2.50
10/11/07	Schmidt, John R.	1.00
10/11/07	Schmidt, John R.	2.50
10/12/07	Cannon, Jeromy S.	2.50
10/12/07	Schmidt, John R.	2.50
10/12/07	Schmidt, John R.	1.00

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Page 6
Schmidt, John R.

10/12/07	Schmidt, John R.	0.50
10/13/07	Narefsky, David	4.00
10/13/07	Narefsky, David	1.00
10/14/07	Cannon, Jeromy S.	1.50
10/15/07	Bedwell, Bruce A.	7.00
10/15/07	Cannon, Jeromy S.	6.00
10/15/07	Kelman, Robert A.	2.00
10/15/07	Narefsky, David	2.00
10/15/07	Schmidt, John R.	2.00
10/15/07	Schmidt, John R.	1.50
10/15/07	Schmidt, John R.	1.00
10/16/07	Bedwell, Bruce A.	8.50
10/16/07	Cannon, Jeromy S.	7.00
10/16/07	Kelman, Robert A.	1.50
10/16/07	Narefsky, David	1.00
10/16/07	Schmidt, John R.	2.50

Mayer Brown LLP

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Schmidt, John R.

10/17/07	Bedwell, Bruce A.	1.00
10/17/07	Cannon, Jeromy S.	1.00
10/17/07	Kelman, Robert A.	7.00
10/17/07	Narefsky, David	4.00
10/17/07	Organ, Joseph B.	2.75
10/17/07	Schmidt, John R.	1.50
10/17/07	Schmidt, John R.	0.50
10/17/07	Schmidt, John R.	0.50
10/18/07	Bedwell, Bruce A.	3.00
10/18/07	Cannon, Jeromy S.	6.00
10/18/07	Narefsky, David	8.00
10/18/07	Organ, Joseph B.	1.75
10/18/07	Schmidt, John R.	3.00
10/18/07	Schmidt, John R.	0.50
10/19/07	Bedwell, Bruce A.	1.25
10/19/07	Cannon, Jeromy S.	1.00

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Page 8
Schmidt, John R.

10/19/07	Narefsky, David	1.50
10/19/07	Schmidt, John R.	2.00
10/19/07	Schmidt, John R.	1.00
10/19/07	Schmidt, John R.	0.50
10/22/07	Bedwell, Bruce A.	2.50
10/22/07	Cannon, Jeromy S.	1.50
10/22/07	Kane, Maritoni D.	1.00
10/23/07	Bedwell, Bruce A.	6.00
10/23/07	Cannon, Jeromy S.	0.75
10/23/07	Kane, Maritoni D.	0.75
10/23/07	Narefsky, David	1.50
10/23/07	Schmidt, John R.	1.00
10/23/07	Schmidt, John R.	0.50
10/24/07	Bedwell, Bruce A.	6.25
10/24/07	Cannon, Jeromy S.	1.75

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Page 9
Schmidt, John R.

10/24/07	Hanna, Joshua P.	0.50
10/24/07	Narefsky, David	1.50
10/24/07	Schmidt, John R.	1.00
10/24/07	Schmidt, John R.	0.50
10/25/07	Bedwell, Bruce A.	3.25
10/25/07	Cannon, Jeromy S.	2.00
10/25/07	Narefsky, David	2.50
10/25/07	Schmidt, John R.	1.25
10/25/07	Schmidt, John R.	0.50
10/25/07	Schmidt, John R.	1.50
10/26/07	Bedwell, Bruce A.	1.50
10/26/07	Cannon, Jeromy S.	1.75
10/26/07	Hanna, Joshua P.	0.25
10/26/07	Kiriakos, Thomas S.	0.50
10/26/07	Narefsky, David	4.50

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Page 10
Schmidt, John R.

10/26/07	Schmidt, John R.	1.00
10/26/07	Schmidt, John R.	0.50
10/26/07	Schmidt, John R.	1.00
10/27/07	Bedwell, Bruce A.	5.00
10/27/07	Narefsky, David	1.50
10/28/07	Bedwell, Bruce A.	3.25
10/28/07	Narefsky, David	3.50
10/29/07	Bedwell, Bruce A.	3.50
10/29/07	Cannon, Jeromy S.	1.00
10/29/07	Hanna, Joshua P.	0.25
10/29/07	Narefsky, David	2.00
10/29/07	Organ, Joseph B.	0.75
10/29/07	Schmidt, John R.	1.50
10/30/07	Bedwell, Bruce A.	3.00
10/30/07	Cannon, Jeromy S.	1.00
10/30/07	Hanna, Joshua P.	0.25

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10/30/07	Narefskv, David	2.50
10/30/07	Schmidt, John R.	1.00
10/30/07	Schmidt, John R.	0.50
10/30/07	Schmidt, John R.	1.00
10/31/07	Bedwell, Bruce A.	0.50
10/31/07	Cannon, Jeromy S.	0.50
10/31/07	Narefsky, David	1.50
10/31/07	Schmidt, John R.	0.50
Total Hours		288.75

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
10/01/07	Document Reproduction	1.50
10/01/07	Document Reproduction	54.00
10/02/07	Document Reproduction	119.85
10/03/07	Westlaw Research Westlaw Research performed by Cannon, Jeremy S.	314.81
10/03/07	Document Reproduction	715.80
10/03/07	Document Reproduction	2.25
10/03/07	Document Reproduction	2.25
10/03/07	Document Reproduction	0.75
10/03/07	Document Binding	12.50
10/08/07	Westlaw Research Westlaw Research performed by Cannon, Jeremy S.	7.34
10/17/07	Travel - Other VENDOR: Narefsky, David INVOICE#: MBRM000071062070113 DATE: 23-Oct-07 Pennsylvania Trip From 17 Oct 2007 To 17 Oct 2007	316.01
10/17/07	Business Meals - Travel VENDOR: Narefsky, David INVOICE#: MBRM000071062070113 DATE: 23-Oct-07 Meals at ORD airport/Meals at Harrisburg airport.	30.00
10/18/07	Travel - Other VENDOR: Schmidt, John R. INVOICE#: MBRM000084882070093 DATE: 25-Oct-07 Harrisburg Meeting on 10/17/07 From 17 Oct 2007 To 18 Oct 2007	336.06
10/24/07	Document Reproduction	3.75
10/25/07	Document Reproduction	0.30
10/25/07	Document Reproduction	0.15
Total Other Charges		\$1,917.32

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Amount</u>
Bedwell, Bruce A.	55.50	17,926.50
Cannon, Jeromy S.	49.75	13,109.15
Hanna, Joshua P.	1.25	531.25
Kane, Maritoni D.	1.75	721.44
Kelman, Robert A.	32.00	22,168.02
Kiriakos, Thomas S.	0.50	329.38
Narefsky, David	63.50	33,734.43
Organ, Joseph B.	5.25	2,789.07
Schmidt, John R.	63.50	48,577.36
Seliga, Joseph	10.00	4,037.52
Timmel, Richard	5.75	2,810.32
Total Legal Fees	288.75	\$146,734.44

Reminder statements will be sent for outstanding invoices.

OTHER CHARGES SUMMARY

<u>Other Charges</u>	<u>Amount</u>
Travel - Other	652.07
Business Meals - Travel	30.00
Westlaw Research	322.15
Document Reproduction	900.60
Document Binding	12.50
Total Other Charges	\$1,917.32

REMITTANCE

Please enclose this remittance advice with your payment so that your account may be properly credited.

Client Name: Commonwealth of Pennsylvania
Matter: 07067047 Turnpike Privatization
Invoice Number: 28655970

Fees: \$146,734.44
Other Charges: 1,917.32
Current Invoice Amount: \$148,651.76

Previous balance due: 181,443.84

Invoice Number	Invoice Date	Amount Due
28632123	09/30/07	77,167.74
28638266	10/25/07	104,276.10

TOTAL DUE AND OUTSTANDING: \$330,095.60

AMOUNT ENCLOSED: \$

MAILING ADDRESS

Mayer Brown LLP
2027 Collection Center Dr.
Chicago, Illinois 60693-0020

OR

A wire transfer payment may be made to Mayer Brown LLP's account number [REDACTED]

Please indicate the invoice(s) being paid.

Accounts Receivable contact: [REDACTED]

Mayer Brown LLP
230 South LaSalle Street
Chicago, Illinois 60604-1404

Invoice Number 28658860



Commonwealth of Pennsylvania
Andrew S. Gordon, Chief Counsel
Department of Transportation
Commonwealth Keystone Bldg., 9th Floor
400 North Street
Harrisburg, PA 17120-0041

Attn: Barbara Adams

December 20, 2007

For professional services rendered for the period ended November 30, 2007

Re: Turnpike Privatization
Matter No: 07067047

Fees		\$50,120.00
Less Discount @ 15%		<u>-7,517.94</u>
Total Fees		42,602.06
Other Charges		
Lexis	96.30	
Westlaw Research	10.60	
Document Reproduction	180.15	
Color Document Reproduction	16.00	
Total Other Charges		<u>303.05</u>
Total Fees and Other Charges		<u>\$42,905.11</u>

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

Page 2
Schmidt, John R.

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
11/01/07	Bedwell, Bruce A.	0.75
11/01/07	Kelman, Robert A.	1.00
11/01/07	Narefsky, David	1.50
11/01/07	Schmidt, John R.	1.00
11/01/07	Schmidt, John R.	0.50
11/02/07	Bedwell, Bruce A.	0.50
11/02/07	Narefsky, David	2.00
11/02/07	Schmidt, John R.	0.50
11/05/07	Bedwell, Bruce A.	4.75
11/05/07	Hanna, Joshua P.	0.50
11/05/07	Kelman, Robert A.	2.50
11/06/07	Bedwell, Bruce A.	0.25
11/06/07	Hanna, Joshua P.	0.75
11/06/07	Schmidt, John R.	0.50
11/06/07	Seliga, Joseph	0.50
11/08/07	Bedwell, Bruce A.	0.50

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
11/08/07	Narefsky, David	2.00
11/08/07	Schmidt, John R.	1.50
11/08/07	Schmidt, John R.	1.00
11/09/07	Narefsky, David	1.50
11/12/07	Schmidt, John R.	0.50
11/13/07	Seliga, Joseph	1.00
11/14/07	Kelman, Robert A.	1.00
11/14/07	Narefsky, David	1.50
11/14/07	Schmidt, John R.	2.50
11/14/07	Seliga, Joseph	0.50
11/15/07	Narefsky, David	2.50
11/15/07	Schmidt, John R.	1.00
11/15/07	Schmidt, John R.	1.50
11/16/07	Schmidt, John R.	3.50
11/19/07	Kelman, Robert A.	1.50
11/19/07	Seliga, Joseph	1.50

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
11/20/07	Schmidt, John R.	2.50
11/23/07	Narefsky, David	2.50
11/26/07	Narefsky, David	3.50
11/26/07	Schmidt, John R.	2.25
11/27/07	Bedwell, Bruce A.	3.50
11/27/07	Schmidt, John R.	2.00
11/27/07	Seliga, Joseph	1.00
11/28/07	Bedwell, Bruce A.	3.25
11/28/07	Kelman, Robert A.	1.00
11/28/07	Schmidt, John R.	0.50
11/28/07	Seliga, Joseph	2.75
11/29/07	Bedwell, Bruce A.	1.50
11/29/07	Narefsky, David	1.50
11/29/07	Schmidt, John R.	1.00
11/29/07	Seliga, Joseph	1.75

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

DESCRIPTION OF LEGAL SERVICES

<u>Date</u>	<u>Timekeeper Name</u>	<u>Hours</u>
11/30/07	Bedwell, Bruce A.	1.75
11/30/07	Narefsky, David	2.50
	Total Hours	77.25

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

Page 6
Schmidt, John R.

OTHER CHARGES

<u>Date</u>	<u>Description</u>	<u>Amount</u>
09/04/07	Document Reproduction	155.40
10/30/07	Westlaw Research Westlaw Research performed by Cannon, Jeromy S.	10.60
11/20/07	Document Reproduction	2.25
11/26/07	Document Reproduction	22.50
11/27/07	Color Document Reproduction	16.00
11/30/07	Lexis Lexis Research performed by Bedwell, Bruce A.	96.30
	Total Other Charges	\$303.05

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

TIMEKEEPER SUMMARY

<u>Name</u>	<u>Hours</u>	<u>Amount</u>
Bedwell, Bruce A.	16.75	5,410.25
Hanna, Joshua P.	1.25	531.25
Kelman, Robert A.	7.00	4,849.26
Narefsky, David	21.00	11,156.29
Schmidt, John R.	22.25	17,021.25
Seliga, Joseph	9.00	3,633.76
Total Legal Fees	77.25	\$42,602.06

07067047
Pennsylvania (Commonwealth of)
Turnpike Privatization

OTHER CHARGES SUMMARY

<u>Other Charges</u>	<u>Amount</u>
Lexis	96.30
Westlaw Research	10.60
Document Reproduction	180.15
Color Document Reproduction	16.00
Total Other Charges	\$303.05

REMITTANCE

Please enclose this remittance advice with your payment so that your account may be properly credited.

Client Name: Commonwealth of Pennsylvania
Matter: 07067047 Turnpike Privatization
Invoice Number: 28658860

Fees: \$42,602.06
Other Charges: 303.05
Current Invoice Amount: \$42,905.11
Previous balance due: 310,048.77

Invoice Number	Invoice Date	Amount Due
28638266	10/25/07	104,276.10
28655970	12/10/07	148,651.76
28656247	12/14/07	18,042.10
28656248	12/14/07	39,078.81

TOTAL DUE AND OUTSTANDING: \$352,953.88

AMOUNT ENCLOSED: \$

MAILING ADDRESS

Mayer Brown LLP
2027 Collection Center Dr.
Chicago, Illinois 60693-0020

OR

A wire transfer payment may be made to Mayer Brown LLP's account number [REDACTED]

Please indicate the invoice(s) being paid.

Accounts Receivable contact: [REDACTED]



FULLY EXECUTED - CHANGE 1
Purchase Order No: 4300008737
Original PO Effective Date: 05/23/2007
PO Change Date: 10/25/2007
PO Issue Date: 12/14/2007

Your SAP Vendor #:

Please Deliver To:
Chief Counsel
"400 North St, 9th Fl Keystone Bldg"
Harrisburg PA 17120 US

Supplier Name/Address:
BALLARD SPAHR ANDREWS & INGERSOLL
LLP
BALLARD SPAHR ANDREWS & INGERSOLL
1735 MARKET ST FL 51
PHILADELPHIA PA 19103-7501 US

Supplier Phone Number: 215-864-8867
Supplier Fax Number: 215-864-9918

Please Bill To:
Commonwealth of Pennsylvania
PENNDOT Office Chief Counsel 27528
PADOT Comptroller Office
PO Box 8214
Harrisburg, Pennsylvania 17105-8214

Purchasing Agent
Name: [REDACTED]
Phone: [REDACTED]
Fax: [REDACTED]

Payment Terms
NET 30

Purchase Order Description:
P00053221 05/03/2007 15:16

This Purchase Order is comprised of: The above-referenced Solicitation, the Suppliers Bid or Proposal, and any documents attached to this Purchase Order or incorporated by reference.

Item	Material/Service Desc	Qty	UOM	Delivery Date	Net Price	Price Unit	Total
	legal services	189,159.210	Each	05/14/2007	1.00	1	189,159.21
Item Text thank you Tina Field Changed: QUANTITY Old Value: 749999.000 New Value: 189159.210 Field Changed: VALUE Old Value: 749999.00 New Value: 189159.21							
	legal services	1,060,840.790	Each	07/01/2007	1.00	1	1,060,840.79

Information:

Total Amount:
SEE LAST PAGE FOR TOTAL OF ALL ITEMS
Currency: USD

Supplier's Signature _____
Printed Name _____

Title _____
Date _____



FULLY EXECUTED - CHANGE 1
Purchase Order No: 4300008737
Original PO Effective Date: 05/23/2007
PO Change Date: 10/25/2007
PO Issue Date: 12/14/2007

Supplier Name:
BALLARD SPAHR ANDREWS & INGERSOLL
LLP

Item	Material/Service Desc	Qty	UOM	Delivery Date	Net Price	Price Unit	Total
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Field Changed: QUANTITY

Old Value: 560840.790

New Value: 1060840.790

Field Changed: VALUE

Old Value: 560840.79

New Value: 1060840.79

Field Changed: QUANTITY

Old Value: 1.000

New Value: 560840.790

Field Changed: VALUE

Old Value: 1.00

New Value: 560840.79

General Requirements for all Items:

Information:

Total Amount:
SEE LAST PAGE FOR TOTAL OF
ALL ITEMS

Currency: USD



FULLY EXECUTED - CHANGE 1
Purchase Order No: 430008737
Original PO Effective Date: 05/23/2007
PO Change Date: 10/25/2007
PO Issue Date: 12/14/2007

Supplier Name:
BALLARD SPAHR ANDREWS & INGERSOLL
LLP

Header Text

Ballard Spahr Andrews & Ingersoll LLP (Ballard) shall represent the Commonwealth of Pennsylvania, in matters relating to the proposed monetizing of the Pennsylvania Turnpike and related assets. Ballard will act as co-counsel with Mayer Brown Rowe & Maw LLP (Mayer), but will be the counsel primarily responsible to advise regarding, and to document, the tax-exempt bond model for the transaction and to structure and manage the procurement process to implement that model if the Commonwealth elects to pursue a tax-exempt bond format for the transaction. Ballard will also act as Pennsylvania counsel for the transaction with respect to Pennsylvania law matters regarding any transaction structure. Mayer will be under a separate contract with the Commonwealth and will be the counsel primarily responsible to structure and document the concession/lease model for the transaction. Ballard will co-ordinate its representation with that of Mayer, including (i) providing assistance regarding, and evaluation and critique of, the concession/lease model, (ii) providing information to enable Mayer to provide assistance with, and an evaluation and critique of, the tax-exempt model and (iii) reviewing other transaction structuring options, including the not-for-dividend, highly leveraged and Pennsylvania Turnpike Commission-proposed models for the transaction. Ballard will also provide general transaction assistance, including regarding necessary legislation and other required legal services as requested by the Commonwealth and will co-operate with any disadvantaged businesses selected by the Commonwealth to provide legal services and with any special counsel retained to review revenue-sharing and Commonwealth retained interest strategies.

Ballard shall consult with the General Counsel and the Department of Transportation on legal issues involved in the matters referred to above and in other matters requested by the General Counsel or the Department.

The General Counsel reserves the right to represent the Commonwealth in any specific claims and determinations as she, in her sole judgment, might determine.

(Legal Services Contract outlined in Department of Transportation Document Number 220699.)

NOTE: Quantities are estimated

VALIDITY PERIOD: Date of issuance of the Purchase Order through 06/30/2007 or exhaustion of the amount not to exceed \$750,000 (this purchase order and the emergency purchase order 4500419000).

Attached to this purchase order is a fully executed copy of AMENDMENT NO. 1 TO CONTRACT FOR LEGAL SERVICES PennDOT Document No. 220699-A. This is amendment 1 and it is changing the scope of services for 6 months.

The term of this Contract shall commence on the date of the issuance of the Purchase Order hereunder and shall expire on the later of December 31, 2007 or exhaustion of the amount not to exceed \$750,000.00, subject to the other provisions of this Contract.

Attached to this purchase order is a fully executed copy of AMENDMENT NO. 2 TO CONTRACT FOR LEGAL SERVICES PennDOT Document No. 220699-B. This is amendment 2 and it is increasing the not-to-exceed amount by \$500,000.00 to cover the cost of services being performed by URS. In addition, all references in Appendices B and C to \$750,000 as the maximum contract amount are hereby replaced with references to \$1,250,000 as the maximum contract amount.

The billing fees are attached to this purchase order for reference. (MMS)

No further information for this PO.

Information:

Total Amount:
1,250,000.00

Currency: USD



Page 1 of 3

FULLY EXECUTED - CHANGE 1 - REPRINT
Purchase Order No: 4300009576
 Original PO Effective Date: 05/23/2007
 PO Change Date: 12/04/2007
 PO Issue Date: 12/18/2007

Your SAP Vendor #: 301975

Please Deliver To:
 PENNDOT Office Chief Counsel

Supplier Name/Address:
 Mayer Brown Rowe & Maw LLP
 71 S Wacker Dr
 Chicago IL 60606-4637 US

9th Fl Keystone Bldg 400 North St
 Harrisburg PA 17120 US

Supplier Phone Number: 312-701-8597
 Supplier Fax Number: 312-706-8397

Please Bill To:
 Commonwealth of Pennsylvania
 PENNDOT Office Chief Counsel 27528
 PADOT Comptroller Office
 PO Box 8214
 Harrisburg, Pennsylvania 17105-8214

Purchasing Agent

Name: [REDACTED]
 Phone: [REDACTED]
 Fax: [REDACTED]

Payment Terms

Purchase Order Description:
 P00053221 05/08/2007 10:43

This Purchase Order is comprised of: The above-referenced Solicitation, the Suppliers Bid or Proposal, and any documents attached to this Purchase Order or incorporated by reference.

Item	Material/Service Desc	Qty	UOM	Delivery Date	Net Price	Price Unit	Total
1	Legal Services	1.000	Each	05/21/2007	1.00	1	1.00
Field Changed: QUANTITY Old Value: 599999.000 New Value: 1.000 Field Changed: VALUE Old Value: 599999.00 New Value: 1.00							
2	Legal Services	599,999.000	Each	07/01/2007	1.00	1	599,999.00
Field Changed: QUANTITY							

Information:

Total Amount:
 SEE LAST PAGE FOR TOTAL OF ALL ITEMS

Currency: USD

Supplier's Signature _____

Title _____

Printed Name _____

Date _____



FULLY EXECUTED - CHANGE 1 - REPRINT

Purchase Order No: 4300009576

Original PO Effective Date: 05/23/2007

PO Change Date: 12/04/2007

PO Issue Date: 12/18/2007

Supplier Name:

Mayer Brown Rowe & Maw LLP

Item	Material/Service Desc	Qty	UOM	Delivery Date	Net Price	Price Unit	Total
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Old Value: 1.000
New Value: 599999.000

Field Changed: VALUE

Old Value: 1.00
New Value: 599999.00

General Requirements for all Items:

Information:	Total Amount: SEE LAST PAGE FOR TOTAL OF ALL ITEMS
	Currency: USD



FULLY EXECUTED - CHANGE 1 - REPRINT
Purchase Order No: 4300009576
Original PO Effective Date: 05/23/2007
PO Change Date: 12/04/2007
PO Issue Date: 12/18/2007

Supplier Name:
Mayer Brown Rowe & Maw LLP

Header Text

SCOPE OF SERVICES:

Mayer Brown Rowe & Maw LLP (Mayer) shall represent the Commonwealth of Pennsylvania, in matters related to the proposed monetizing of the Pennsylvania Turnpike and related assets. Mayer will act as co-counsel with Ballard Spahr Andrews & Ingersoll LLP (Ballard) but will be the counsel primarily responsible to advise regarding, and to document, the concession/lease model for the transaction and to structure and manage the bidding process to implement that model if the Commonwealth elects to pursue a concession/lease format for the transaction. Ballard will be under a separate contract with the Commonwealth and will be the counsel primarily responsible to structure and document the tax-exempt bond model for the transaction and will be local counsel for the transaction with respect to Pennsylvania law matters regarding any transaction structure. Mayer will coordinate its representation with that of Ballard, including (i) providing assistance regarding, and evaluation and critique of, the tax-exempt model; (ii) providing information to enable Ballard to provide assistance with, and an evaluation and critique of, the concession/lease model and (iii) reviewing other transaction structuring options, including the not-for-dividend, highly leveraged and Pennsylvania Turnpike Commission-proposed models for the transaction. Mayer will also provide general transaction assistance, including regarding necessary legislation and the development of operating standards and other required legal services as requested by the Commonwealth and will cooperate with any disadvantaged business selected by the Commonwealth to provide legal services and with any special counsel retained to review revenue-sharing and Commonwealth retained-interest strategies.

Mayer shall consult with the General Counsel and the Department of Transportation (Department) on legal issues involved in the matters referred to above and in other matters requested by the General Counsel or the Department.

The General Counsel reserves the right to represent the Commonwealth in any specific claims and determinations as she, in her sole judgment, might determine.

BILLING RATE INFORMATION:

Mayer will bill monthly at 85% of its standard hourly rates plus reasonable out-of-pocket expenses as set forth in the Contract for Legal Services, Department contract number 220700 (Contract).

VALIDITY PERIOD:

The Contract will be capped at \$750,00 (initial Emergency PO 4500419000 for \$150,000 - this PO for \$600,000) for an initial phase of the transaction for the period starting the date of issuance and to end the later of June 30, 2007 or exhaustion of such amount. Notice will be provided to the Commonwealth when the amount of time and costs approaches \$700,000.

Notwithstanding the foregoing, the Commonwealth will have the right to terminate the contract at any time, but will pay all amounts then due, and as otherwise provided in the Contract.

ALL QUANTITIES ARE ESTIMATED

No further information for this PO.

Information:

Total Amount:
600,000.00

Currency: USD

CONTRACT FOR LEGAL SERVICES

This Contract for Legal Services ("Contract"), entered into as of the _____ of _____, 2007, by and between Mayer, Brown, Rowe & Maw LLP, hereinafter called the "Law Firm" and the Commonwealth of Pennsylvania, acting by and through the Department of Transportation, hereinafter called the "Department."

WHEREAS, the Department has a need for professional and specialized legal services to represent the Department in matters described in Appendix A; and

WHEREAS, the Law Firm has represented that it is qualified to and has agreed to perform such professional and specialized legal services.

NOW, THEREFORE, the Department and the Law Firm, with the intention of being legally bound, hereby agree as follows:

1. Definitions. The following definitions shall apply when used in this Contract:
 - a. "General Counsel" shall mean the Governor's General Counsel, who serves as chief legal advisor to the Governor and supervises, coordinates, and administers the legal services for each Executive Agency pursuant to the Commonwealth Attorneys Act (71 P.S. §§ 732-101 *et seq.*), or her designee.
 - b. "Department" shall mean the Department of Transportation, a governmental entity of the Commonwealth of Pennsylvania under the Governor's jurisdiction. The Department of Transportation Office of Chief Counsel shall serve as the main contact for all references to "Department" in this Contract.
2. Services. The Law Firm shall perform the services described in Appendix A of this Contract.
3. Compensation. The Law Firm shall be compensated by the Department for the services contracted for in an amount not to exceed \$750,000.00, in accordance with the provisions established in Appendices B and C of this Contract.
4. Term of Contract.
 - a. The term of this Contract shall commence on the date of the issuance of the Purchase Order hereunder and shall expire on the later of June 30, 2007 or exhaustion of the amount not to exceed (\$750,000.00), subject to the other provisions of this Contract.
 - b. Except as otherwise specifically provided for herein, the Commonwealth of Pennsylvania, including the Department, shall not be liable to pay the Law Firm for any services or work performed or expenses incurred before the issuance of the Purchase Order hereunder.

c. With the approval of the General Counsel, the Department and the Law Firm may extend the term of this Contract at any time during the term of the Contract or any renewals or extensions thereof pursuant to Paragraph 9 of this Contract.

d. If the services to be provided by the Law Firm hereunder have been approved by the Department of General Services as an emergency procurement until full execution of this Contract, the Law Firm may provide these services based upon such emergency approval. Upon full execution of this Contract, all services provided during the period between the date of emergency approval and the issuance of the Purchase Order hereunder shall be merged into and covered by the terms of this Contract.

5. Billing. The Law Firm shall submit monthly invoices to the Department for services performed during each billing period. Invoices shall be forwarded to the following contact and address:

Andrew S. Gordon, Chief Counsel
Office of Chief Counsel
Department of Transportation
Commonwealth Keystone building, 9th Floor
400 North Street
Harrisburg, PA 17120-0041

a. Each invoice shall be itemized listing the services performed by attorney and legal assistant by date, by hours worked, and by rate and shall generally follow the format appearing in Appendix D of this Contract.

b. The amount shown on each invoice for labor costs shall be in accordance with the rates set forth in Appendix B of this Contract.

c. The invoices shall also list non-labor costs such as those incurred for travel, food, and lodging, as described in Appendix C of this Contract.

d. The Department agrees to pay the Law Firm for travel, meal costs, and lodging costs in reasonable amounts incurred in connection with performance of services under the Contract, as described in Appendix C of this Contract.

e. The Department will use its best effort to make payments on invoices within 45 days of their receipt, in final form.

f. All invoices shall contain a statement that reads substantially as follows:

The Law Firm hereby certifies that the services supplied and expenses incurred as stated in the attached invoice have met all of the required standards set forth in the Contract for Legal Services.

g. All invoices or accompanying letters of transmittal shall be signed by the Law Firm and shall set out the Law Firm's federal employer identification number.

6. Consultation. The Law Firm shall consult with and keep the General Counsel and the Department fully informed as to the progress of all matters covered by this Contract. The Law Firm shall consult and cooperate with, and shall be responsible directly to, the General Counsel, the Department, and other officials as designated by the General Counsel on all matters of strategy and tactics. The duty of the Law Firm shall be to advise, counsel, and recommend actions to the Department and the General Counsel or the other officials designated by her, and to carry out to the best of its ability their directions. The Law Firm will not make any offer, settlement, or compromise without the written consent of the General Counsel. The Law Firm shall offer the General Counsel the opportunity to review court documents and briefs prior to filing. The Law Firm shall promptly furnish the General Counsel with copies of all correspondence and all court documents and briefs prepared in connection with the services rendered under this Contract and such additional documents as may be requested. Upon notification of its availability by the General Counsel, the Law Firm shall make all of its work product prepared in connection with the services rendered under this Contract, and other parties' pleadings, discovery, correspondence, and other relevant documents and materials, available to the General Counsel via the OGC LawNet extranet in PDF or other format acceptable to the General Counsel.

7. Subcontracting, Key Personnel, and Experts. Subcontracting, assignment, or transfer of all or part of the interest of the Law Firm in this Contract or in the work covered by this Contract is prohibited without the prior written approval of the General Counsel. In the event such consent is given, the terms and conditions of this Contract shall apply to and bind the party or parties to whom such work is subcontracted, assigned, or transferred as fully and completely as the Law Firm is hereby bound and obligated and the Law Firm shall obtain written acknowledgement thereof from all subcontractors and experts so engaged. The Law Firm, with respect to any replacement of key personnel assigned to this matter, shall consult with the Department. The Department's consent to the proposed assignment is required, and may not be withheld unreasonably. Notwithstanding the foregoing, the Law Firm may, with the prior written approval of the General Counsel, engage experts in various fields related to the subject matter of this Contract to assist the Law Firm in the performance of its services under this Contract. The hourly rates, fees, or other compensation to be paid to such experts shall also be subject to the approval of the General Counsel. Approved compensation of such experts, as incurred, shall be included in the Law Firm's invoices presented pursuant to the provisions of Paragraph 5 of this Contract, without addition, surcharge, or increase by the Law Firm of the actual fees billed to the Law Firm by such experts. The terms and conditions of this Contract including, but not limited to, the provisions of Appendices C and D, shall apply to and bind the subcontractors or experts engaged as fully and completely as the Law Firm is hereby bound and obligated and the Law Firm shall obtain written acknowledgement thereof from all subcontractors or experts so engaged.

8. Ownership Rights. All documents, data, and records produced by the Law Firm and any experts in carrying out the obligations and services hereunder, without limitation and whether preliminary or final, are and shall become and remain the property of the Commonwealth.

a. The Commonwealth shall have the right to use all such documents, data, and records without restriction or limitation and without additional compensation to the Law Firm and any experts and the Law Firm and any experts shall have no right or interest therein.

b. Upon completion of the services hereunder or at the termination of this Contract, all such documents, data, and records shall, if requested by the General Counsel or the Department, be

appropriately arranged, indexed, and delivered to the General Counsel or the Department by the Law Firm.

c. Any documents, data, and records given to or prepared by the Law Firm and any subcontractors or experts under this Contract shall not be made available to any individual or organization by the Law Firm or any subcontractors or experts without the prior approval of the General Counsel. Any information secured by the Law Firm and any subcontractors or experts from the Commonwealth in connection with carrying out the services under this Contract shall be kept confidential unless disclosure of such information is approved in writing by the General Counsel or is directed by a court or other tribunal of competent jurisdiction.

d. Notwithstanding the provisions of Paragraph 8 of this Contract, the Law Firm may retain copies of documents delivered to the General Counsel or to the Department.

9. Modification or Changes. With the approval of the General Counsel, the Department and the Law Firm may make modifications to this Contract at any time during the term of the Contract or any renewals or extensions thereof. Changes regarding contract length or total reimbursement may be accomplished by a letter of mutual consent signed by the Department and the Law Firm. All other changes to contract terms, including changes in the scope of work, must be incorporated into a formal written amendment to this Contract, signed by both parties, and executed in the same manner as this original Contract and in accordance with applicable law.

10. Conflict of Interest. The Law Firm represents and warrants that it has no conflicting representation that has not been fully disclosed to and waived by the General Counsel and shall not undertake any representation that conflicts with the performance of the services or obligations under this Contract unless such conflicting representation has been fully disclosed to and waived by the General Counsel. Any conflicting representation shall be promptly disclosed to the General Counsel. The General Counsel shall determine whether such conflict is cause for termination of this Contract. The process for obtaining conflict waivers is more fully described in the Office of General Counsel Conflict Waiver Procedure, which is attached as Appendix E of this Contract.

11. Inability to Perform. The Law Firm agrees that if, because of death or any other occurrence beyond the control of the Law Firm, it becomes impossible for any principal or principals and, in particular, the principals assigned to this project, to render the services set forth in this Contract, neither the Law Firm nor the surviving principals shall be relieved of their obligations to complete performance hereunder. The Law Firm shall, with respect to any replacement principal proposed to be assigned to this matter, consult with the General Counsel. The General Counsel's consent to the proposed replacement is required and may not be withheld unreasonably.

12. License to Appear. The Law Firm represents and warrants that attorneys involved in this representation are duly licensed and in good standing to practice before the judicial forum, court, board, or tribunal before which they will appear or practice on behalf of the Commonwealth. The Law Firm, subject to approval by the General Counsel, may obtain a subcontractor to act as co-counsel where appearance by the Department is required in a forum or jurisdiction where its attorneys are not licensed to practice, provided, however, that the firm's use of the subcontractor in that circumstance is subject to Paragraph 7 of this Contract.

13. Independent Contractor. In performing the services required by this Contract, the Law Firm will act as an independent contractor and not as an employee or agent of the Commonwealth.

14. Termination Provisions. The Commonwealth has the right to terminate this Contract for any of the following reasons. Termination shall be effective upon written notice to the Law Firm.

a. Termination for Convenience. The Commonwealth shall have the right to terminate this Contract for its convenience if the Commonwealth determines termination to be in its best interest. The Law Firm shall be paid for work satisfactorily completed prior to the effective date of the termination, but in no event shall the Law Firm be entitled to recover loss of profits.

b. Non-Appropriation. The Commonwealth's obligation to make payments during any Commonwealth fiscal year succeeding the current fiscal year shall be subject to availability and appropriation of funds. When funds (state and/or federal) are not appropriated or otherwise made available to support continuation of performance in a subsequent fiscal year period, the Commonwealth shall have the right to terminate this Contract. The Law Firm shall be reimbursed for the reasonable value of any nonrecurring costs incurred but not amortized in the price of the supplies or services delivered under this Contract. Such reimbursement shall not include loss of profit, loss of use of money, or administrative or overhead costs. The reimbursement amount may be paid from any appropriations available for that purpose.

c. Termination for Cause. The Commonwealth shall have the right to terminate this Contract for Law Firm default upon written notice to the Law Firm. The Commonwealth shall also have the right, upon written notice to the Law Firm, to terminate the Contract for other cause as specified in this Contract or by law. If it is later determined that the Commonwealth erred in terminating the Contract for cause, then, at the Commonwealth's discretion, the Contract shall be deemed to have been terminated for convenience under Subparagraph 14.a.

15. Integration Clause. This Contract, including all referenced documents, constitutes the entire agreement between the parties. Terms used in appendices hereto shall have the same meanings as are ascribed thereto in this Contract unless otherwise defined therein. No agent, representative, employee, or officer of either the Commonwealth or the Law Firm has authority to make, or has made, any statement, agreement, or representation, oral or written, in connection with the Contract, which in any way can be deemed to modify, add to, detract from, or otherwise change or alter its terms and conditions. No negotiations between the parties, nor any custom or usage, shall be permitted to modify or contradict any of the terms and conditions of the Contract. No modifications, alterations, changes, or waiver to the Contract or any of its terms shall be valid or binding unless accomplished pursuant to Paragraph 9 of this Contract.

16. Nondiscrimination/Sexual Harassment. The Law Firm shall comply with all applicable provisions of state and federal constitutions, laws, regulations, and judicial orders pertaining to nondiscrimination, sexual harassment, and equal employment opportunity, including the provisions of the Nondiscrimination/Sexual Harassment Clause, which is attached hereto as Appendix F and incorporated by reference.

17. Integrity Provisions. The Law Firm agrees to comply with the Integrity Provisions, which are attached hereto as Appendix G and incorporated by reference.

18. Responsibility Provisions. The Law Firm agrees to comply with the Responsibility Provisions, which are attached hereto as Appendix H and incorporated by reference.

19. The Americans With Disabilities Act. The Law Firm agrees to comply with The Americans With Disabilities Act Provisions, which are attached hereto as Appendix I and incorporated by reference.

20. Audit Provisions. The Commonwealth shall have the right, at reasonable times and at a site designated by the Commonwealth, to audit the books, documents, and records of the Law Firm to the extent that the books, documents, and records relate to fees, costs, or pricing data for this Contract. The Law Firm agrees to maintain records that will support the fees charged and costs incurred for this Contract.

The Law Firm shall preserve books, documents, and records that relate to fees, costs, or pricing data for this Contract for a period of three years from the date of final payment hereunder. The Law Firm shall give full and free access to all records to the Commonwealth and/or its authorized representatives.

21. Offset Provision. The Law Firm agrees that the Commonwealth may set off the amount of any state tax liability or other obligation of the Law Firm or its subsidiaries to the Commonwealth against any payments due the Law Firm under any contract with the Commonwealth.

22. Indemnity. The Law Firm shall indemnify and defend the Commonwealth from and against any and all claims, demands, actions, liabilities, losses, costs, and expenses, including but not limited to reasonable attorneys and other fees, asserted by third parties ("Claims"), which Claims are caused by or arise from injuries or damages sustained by such third parties resulting or arising from any negligent act or omission or intentionally wrongful act of the Law Firm or any of its officers, agents, employees and/or representatives in relation to professional services provided to the Commonwealth by the Law Firm under this Contract. This indemnity provision shall not apply to Claims for which payment is available under the Law Firm's professional liability insurance policies.

23. Insurance. The Law Firm represents and warrants that it carries malpractice insurance in the amount usual and customary for firms of its size and practice areas, subject to normal deductibles, and covenants that it will maintain such coverage throughout its representation of the Commonwealth.

24. Notice. Any written notice to the Department under this Contract shall be deemed sufficient if delivered to the Department personally, or by facsimile, telecopy, electronic or digital transmission (provided such delivery is confirmed), or by a recognized overnight courier service (e.g., DHL, Federal Express, etc.), with confirmed receipt, or by certified or registered United States mail, postage prepaid, return receipt requested, sent to the address set forth below or to such other address as such party may designate by notice given pursuant to this section:

Andrew S. Gordon, Chief Counsel
Office of Chief Counsel
Department of Transportation
Commonwealth Keystone Building, 9th Floor
400 North Street
Harrisburg, PA 17120-0041

with a copy to:

The Honorable Barbara Adams
General Counsel
Main Capitol Building, Room 225
Harrisburg, Pennsylvania 17120-0020

Any written notice to the Law Firm under this Contract shall be deemed sufficient if delivered to the Law Firm personally, or by facsimile, telecopy, electronic or digital transmission (provided such delivery is confirmed), or by a recognized overnight courier service (e.g., DHL, Federal Express, etc.), with confirmed receipt, or by certified or registered United States mail, postage prepaid, return receipt requested, sent to the address set forth below or to such other address as such party may designate by notice given pursuant to this section:

John R. Schmidt, Esquire
Mayer, Brown, Rowe & Maw LLP
71 S. Wacker Drive
Chicago, IL 60606

25. Contract Controversies. In the event of a controversy or claim arising from this Contract, the Law Firm must, within six months after the cause of action accrues, file a written notice of the controversy or claim with the General Counsel for a determination. The General Counsel shall send a written determination to the Law Firm. The decision of the General Counsel shall be final and conclusive unless, within 15 days after receipt of such written determination, the Law Firm files a claim with the Commonwealth Board of Claims. Pending a final judicial resolution of a controversy or claim, the Law Firm shall proceed diligently with the performance of this Contract in a manner consistent with the interpretation of the General Counsel, and the Commonwealth shall compensate the Law Firm pursuant to the terms of this Contract.

26. Applicable Law. This Contract shall be governed by and interpreted and enforced in accordance with the laws of the Commonwealth of Pennsylvania (without regard to any conflict of laws provisions) and the decisions of the Pennsylvania courts. The Law Firm consents to the jurisdiction of any court of the Commonwealth of Pennsylvania and any federal courts in Pennsylvania, waiving any claim or defense that such forum is not convenient or proper. The Law Firm agrees that any such court shall have in personam jurisdiction over it and consents to service of process in any manner authorized by Pennsylvania law.

27. Purchase Orders

- a. The Department will issue this Contract, and any subsequent change, electronically as a Purchase Order.

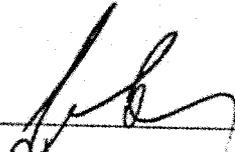
- b. Purchase Orders may not include "ink" signatures by the Commonwealth. The electronically-printed name of the purchaser represents the signature of that individual who has the authority, on behalf of the Commonwealth and the Department, to authorize the Law Firm to proceed.
- c. Purchase Orders may be issued electronically or through facsimile equipment. The electronic transmission or facsimile of a Purchase Order shall require acknowledgement of receipt of the transmission by the Law Firm.
- d. Receipt of the electronic or facsimile transmission of the Purchase Order shall constitute receipt of an order.
- e. The Commonwealth and the Law Firm specifically agree as follow:
 - (1) No handwritten signature shall be required in order for the Contract and Purchase Order to be legally enforceable.
 - (2) Upon receipt of a Purchase Order, the Law Firm shall promptly and properly acknowledge its receipt. Any order which is issued electronically or via facsimile shall not give rise to any obligation to deliver on the part of the Law Firm, or any obligation to receive and pay for delivered products on the part of the Department, unless and until the Department transmitting the order has properly received an acknowledgment.
 - (3) The parties hereby agree not to contest the validity or enforceability of a Purchase Order or acknowledgment issued electronically under the provisions of a statute of frauds or any other applicable law relating to whether certain agreements must be in writing and signed by the party bound thereby. Any Purchase Order or acknowledgment issued electronically, if introduced as evidence on paper in any judicial, arbitration, mediation, or administrative proceeding, will be admissible as between the parties to the same extent and under the same conditions as other business records originated and maintained in documentary form. Neither party shall contest the admissibility of copies of Purchase Orders or acknowledgements under either the business records exception to the hearsay rule or the best evidence rule on the basis that the order or acknowledgment were not in writing or signed by the parties.
 - (4) Notwithstanding any language of the Purchase Order to the contrary, the Department of General Services Standard Terms and Conditions do not apply to this Contract.

IN WITNESS WHEREOF, the Commonwealth of Pennsylvania, acting by and through the Department of Transportation, and Mayer, Brown, Rowe & Maw LLP have caused this Contract to be executed on the date and year first above written.

Mayer, Brown, Rowe & Maw LLP

Commonwealth of Pennsylvania,
acting by and through
Department of Transportation

By: 
Title: Partner
Date: 4/30/07

By: 
Title: Chief Counsel
Date: 5/9/07

Federal Employer ID #: _____

APPROVED AS TO FORM AND LEGALITY

[Signature Affixed Electronically]
Chief Counsel Date

[Signature Affixed Electronically]
Deputy General Counsel Date

[Signature Affixed Electronically]
Deputy Attorney General Date

APPENDIX A DESCRIPTION OF SERVICES

1. The Law Firm shall represent the Commonwealth of Pennsylvania, in matters relating to the proposed monetizing of the Pennsylvania Turnpike and related assets. Mayer, Brown, Rowe & Maw LLP (Mayer Brown) will act as co-counsel with Ballard Spahr Andrews & Ingersoll LLP (Ballard Spahr), but will be the counsel primarily responsible to advise regarding, and to document, the concession/lease model for the transaction and to structure and manage the bidding process to implement that model if the Commonwealth elects to pursue a concession/lease format for the transaction. Ballard Spahr will be under a separate contract with the Commonwealth and will be the counsel primarily responsible to structure and document the tax-exempt bond model for the transaction and will be local counsel for the transaction with respect to Pennsylvania law matters regarding any transaction structure. Mayer Brown will coordinate its representation with that of Ballard Spahr, including (i) providing assistance regarding, and evaluation and critique of, the tax-exempt bond model, (ii) providing information to enable Ballard Spahr to provide assistance with, and an evaluation and critique of, the concession/lease model and (iii) reviewing other transaction structuring options, including the not-for dividend, highly leveraged and Pennsylvania Turnpike Commission-proposed models for the transaction. Mayer Brown will also provide general transaction assistance, including regarding necessary legislation and the development of operating standards and other required legal services as requested by the Commonwealth and will co-operate with any disadvantaged business selected by the Commonwealth to provide legal services and with any special counsel retained to review revenue-sharing and Commonwealth retained-interest strategies.

2. The Law Firm shall consult with the General Counsel and the Department on legal issues involved in the matters referred to in Paragraph 1 of this Appendix and in other matters requested by the General Counsel or the Department.

3. The General Counsel reserves the right to represent the Commonwealth in any specific claims and determinations as she, in her sole judgment, might determine.

APPENDIX B
BILLING RATE INFORMATION

Mayer Brown will bill monthly at 85% of its standard hourly rates plus reasonable out-of-pocket expenses as set forth in the Contract for Legal Services.

The Contract for Legal Services will be capped at \$750,000 for an initial phase of the transaction for the period to end the later of June 30, 2007 or exhaustion of such amount. Notice will be provided to the Commonwealth when the amount of time and costs approaches \$700,000.

Notwithstanding the foregoing, the Commonwealth will have the right to terminate the contract at any time, but will pay all amounts then due, and as otherwise provided in this Contract for Legal Services.

APPENDIX C COMPENSATION

The Department shall pay the Law Firm for the services under this Contract and reimbursement of the Law Firm's eligible costs. The Contract provides for compensation of the Law Firm's fees and costs up to the amount of \$750,000.00. Payments of additional amounts may be made, and continued performance by the Law Firm will be required pursuant to Paragraph 9 of this Contract.

1. The Law Firm shall be reimbursed for all reasonable, actual, direct labor costs incurred in fulfilling the terms of this Contract in accordance with the rates established in Paragraphs 3 and 5 and Appendices B and C of this Contract.

2. The Law Firm shall be reimbursed for all reasonable, actual, ordinary, and necessary direct non-labor costs incurred in fulfilling the terms of this Contract, subject to specific limitations such as those set forth in Paragraph 5 of this Contract including, but not limited to, the following:

a. Reasonable, actual, ordinary, and necessary expenses for travel, meals, and lodging incurred by the Law Firm to fulfill the Law Firm's obligations under this Contract. The Law Firm shall retain all receipts therefor and shall provide copies to the Department if requested. Mileage reimbursement shall be made in accordance with the travel regulations applicable to the Commonwealth for the use of personally owned motor vehicles. Expenses for lodging and meals shall be reimbursed at rates limited to the single-occupancy rate at the nearest Holiday Inn or other major moderately priced hotel or motel chain and the amount of reimbursement for meals shall be limited to the price of a moderately-priced meal at that hotel or motel. No reimbursement shall be allowed for any alcoholic beverages.

b. Reasonable, actual, ordinary, and necessary expenses for:

(1) Communications, including telephone, facsimile transmissions, telegraph, postage, parcel post, and freight and package express;

(2) Photocopies made by the Law Firm "in house," to be reimbursed at the maximum rate of \$.15 per page;

(3) Other reproduction costs (including, but not limited to, photographs, photocopies, prints, and offset work); and

(4) Document control and analysis contracted for with outside firms.

The Law Firm shall retain all receipts therefore and shall, upon request of the Department, provide any necessary documentation.

c. Reasonable, actual, ordinary, and necessary expenses for other specific materials required for and used solely in the fulfillment of this Contract. The Law Firm

shall retain all receipts therefore and shall, upon request of the Department, provide any necessary documentation.

3. Travel, meals, lodging, and other direct non-labor costs which the Law Firm expects to incur under this Contract outside of the Commonwealth of Pennsylvania, with the exception of telephone, mailing, and other similar communication expenses, shall require the prior approval of the General Counsel, which approval shall not be unreasonably withheld. Prior approval by the General Counsel of travel to be undertaken by the Law Firm outside of the Commonwealth of Pennsylvania as an incident of the Law Firm's performance of services under this Contract shall constitute approval for the Law Firm to incur reasonable, actual, ordinary, and necessary expenses for travel, meals, lodging, and other ordinary and necessary direct non-labor costs. The Law Firm shall retain all receipts and shall, upon request of the Department, provide any necessary documentation.

4. The Law Firm shall require approval by the General Counsel before incurring any extraordinary or unusual expenses.

5. The Law Firm shall advise the General Counsel and the Department when direct labor and other costs reach 50% of the amount initially encumbered for performance of this Contract and also 50% of any amount encumbered by any amendment.

APPENDIX D
INVOICE FORMAT
(SUMMARY)

LAW FIRM: (LAW FIRM)
ADDRESS: (ADDRESS)

PHONE: (PHONE)

COMMONWEALTH OF PENNSYLVANIA
(CLIENT #)
(DEPARTMENT)
(DEPARTMENT ADDRESS)

CLIENT #:

DATE:(DATE)

ATTN: (NAME OF CHIEF COUNSEL OR ATTORNEY MONITORING THE
SERVICES PERFORMED)

REGARDING: (MATTER)

TOTAL FEES FOR PROFESSIONAL SERVICES
RENDERED FROM (DATE) THROUGH (DATE)
\$(TOTAL FEES)

TOTAL EXPENSE ADVANCES MADE TO YOUR
ACCOUNT FROM (DATE) THROUGH (DATE)
\$(TOTAL EXPENSE ADVANCES)

BALANCE DUE: \$(GRAND TOTAL)

FEDERAL EMPLOYER I.D. NO. (FEDERAL I.D. NUMBER)

(RESPONSIBLE ATTORNEY AT LAW FIRM) on behalf of (LAW FIRM) hereby
certifies that the services supplied and expenses incurred as stated in the attached
invoice have met all of the required standards set forth in the Contract for Legal
Services.

(SIGNATURE)

**APPENDIX D
INVOICE FORMAT
(TIME DETAIL)**

LAW FIRM: (LAW FIRM)
ADDRESS: (ADDRESS)

PHONE: (PHONE)

COMMONWEALTH OF PENNSYLVANIA
(CLIENT #)
(DEPARTMENT)
(DEPARTMENT ADDRESS)

CLIENT #:

DATE:(DATE)

ATTN: (NAME OF CHIEF COUNSEL OR ATTORNEY MONITORING THE
SERVICES PERFORMED)

REGARDING: (MATTER)

TOTAL FEES FOR PROFESSIONAL SERVICES RENDERED FROM (DATE)
THROUGH (DATE)

DATE	HOURS	DESCRIPTION OF SERVICES	ATTORNEY

**APPENDIX D
INVOICE FORMAT
(TIME SUMMARY)**

LAW FIRM: (LAW FIRM)
ADDRESS: (ADDRESS)

PHONE: (PHONE)

COMMONWEALTH OF PENNSYLVANIA
(CLIENT #)
(DEPARTMENT)
(DEPARTMENT ADDRESS)

CLIENT #:

DATE:(DATE)

ATTN: (NAME OF CHIEF COUNSEL OR ATTORNEY MONITORING THE
SERVICES PERFORMED)

REGARDING: (MATTER)

TOTAL FEES FOR PROFESSIONAL SERVICES RENDERED FROM (DATE)
THROUGH (DATE)

ATTORNEY	RATE	HOURS	TOTAL
		TOTAL:	

**APPENDIX D
INVOICE FORMAT
(COSTS)**

LAW FIRM: (LAW FIRM)
 ADDRESS: (ADDRESS)
 PHONE: (PHONE)

COMMONWEALTH OF PENNSYLVANIA
 (CLIENT #)
 (DEPARTMENT)
 (DEPARTMENT ADDRESS)

CLIENT #:
 DATE:(DATE)

ATTN: (NAME OF CHIEF COUNSEL OR ATTORNEY MONITORING THE
 SERVICES PERFORMED)

REGARDING: (MATTER)

TOTAL FEES FOR PROFESSIONAL SERVICES RENDERED FROM (DATE)
 THROUGH (DATE)

DATE	DESCRIPTION OF EXPENSE ADVANCES	AMOUNT
	TOTAL:	

APPENDIX E
OFFICE OF GENERAL COUNSEL CONFLICT WAIVER PROCEDURE
January 2006

1. The standard outside counsel contract requires the lawyer or Law Firm (herein after "Law Firm") to disclose promptly any conflicting representation. Failure to disclose a conflict or undertaking a conflicting representation is cause for termination of the contract.
2. The Law Firm shall fully disclose any conflicting representation and may request a waiver by the General Counsel.
3. The Law Firm's request for a waiver shall be submitted in writing to the Chief Counsel of the agency the Law Firm represents.
4. The waiver request must state:
 - a. All existing representations of Commonwealth agencies;
 - b. The nature of the conflict;
 - c. What the Law Firm will do to protect the Commonwealth, its agencies, officials or employees from any detriment if the conflict is waived; and
 - d. That the other party the Law Firm represents or seeks to represent has granted a waiver (or a waiver has been sought and, if sought, a second written notice of the granting of such waiver shall be provided).
5. The Chief Counsel shall submit the request to the Executive Deputy General Counsel for Litigation and the General Counsel with a recommendation to approve or disapprove the request. The recommendation shall be accompanied by the Chief Counsel's analysis of the request to support his or her recommendation.
6. The General Counsel will make all waiver decisions and issue a letter to the Law Firm approving or disapproving the waiver request.
7. The Chief Counsel will receive a copy of the General Counsel's letter.
8. A file for each waiver request and the resolution of each request will be maintained in the Office of General Counsel.

APPENDIX F
NONDISCRIMINATION/SEXUAL HARASSMENT CLAUSE
(STD-271/278A, revised 07/99)

During the term of this Contract, the Law Firm agrees as follows:

1. In the hiring of any employees for the manufacture of supplies, performance of work, or any other activity required under this Contract or any subcontract, the Law Firm, subcontractor, or any person acting on behalf of the Law Firm or subcontractor, shall not by reason of gender, race, creed, or color discriminate against any citizen of this Commonwealth who is qualified and available to perform the work to which the employment relates.
2. Neither the Law Firm nor any subcontractor nor any person on their behalf shall in any manner discriminate against or intimidate any employee involved in the manufacture of supplies, the performance of work, or any other activity required under this Contract on account of gender, race, creed, or color.
3. The Law Firm and any subcontractors shall establish and maintain a written sexual harassment policy and shall inform their employees of the policy. The policy must contain a notice that sexual harassment will not be tolerated and employees who practice it will be disciplined.
4. The Law Firm shall not discriminate by reason of gender, race, creed, or color against any subcontractor or supplier who is qualified to perform the work to which the contract relates.
5. The Law Firm and each subcontractor shall furnish all necessary employment documents and records to and permit access to its books, records, and accounts by the Department; the Office of General Counsel; and the Department of General Services, Bureau of Contract Administration and Business Development for purposes of investigation to ascertain compliance with the provisions of this Nondiscrimination/Sexual Harassment Clause. If the Law Firm or any subcontractor does not possess documents or records reflecting the necessary information requested, it shall furnish such information on reporting forms supplied by the Department, the Office of General Counsel, or the Department of General Services' Bureau of Contract Administration and Business Development.
6. The Law Firm shall include the provisions of this Nondiscrimination/Sexual Harassment Clause in every subcontract so that such provisions will be binding upon each subcontractor.
7. The Commonwealth may cancel or terminate this Contract, and all money due or to become due under this Contract may be forfeited for a violation of the terms and conditions of this Nondiscrimination/Sexual Harassment Clause. In addition, the Department or the Office of General Counsel may proceed with debarment or suspension and may place the Law Firm in the Contractor Responsibility File.

APPENDIX G
INTEGRITY PROVISIONS
(STD-271/278A, dated 07/99)

1. For purposes of this clause only, the words "confidential information," "consent," "financial interest," "gratuity," and "Law Firm" shall have the following definitions.
 - a. Confidential information means information that is not public knowledge, or available to the public on request, disclosure of which would give an unfair, unethical, or illegal advantage to another desiring to contract with the Commonwealth.
 - b. Consent means written permission signed by a duly authorized officer or employee of the Commonwealth, provided that where the material facts have been disclosed, in writing, by prequalification, bid, proposal, or contractual terms, the Commonwealth shall be deemed to have consented by virtue of execution of this Contract.
 - c. Financial Interest means:
 - (1) ownership of more than a 5% interest in any business; or
 - (2) holding a position as an officer, director, trustee, partner, employee, or the like, or holding any position of management.
 - d. Gratuity means any payment of more than nominal monetary value in the form of cash, travel, entertainment, gifts, meals, lodging, loans, subscriptions, advances, deposits of money, services, employment, or contracts of any kind.
 - e. Law Firm means the individual or entity that has entered into this Contract with the Commonwealth, including directors, officers, partners, managers, key employees, and owners of more than a 5% interest.
2. The Law Firm shall maintain the highest standards of integrity in the performance of this Contract and shall take no action in violation of state or federal laws, regulations, or other requirements that govern contracting with the Commonwealth.
3. The Law Firm shall be subject to the obligations of confidentiality with which lawyers must comply under the applicable Rules of Professional Conduct.
4. The Law Firm shall not, in connection with this or any other Contract with the Commonwealth, directly or indirectly, offer, confer, or agree to confer any pecuniary benefit on anyone as consideration for the decision, opinion, recommendation, vote, other exercise of discretion, or violation of a known legal duty by any officer or employee of the Commonwealth.

5. The Law Firm shall not, in connection with this or any other Contract with the Commonwealth, directly or indirectly, offer, give, or agree or promise to give to anyone any gratuity for the benefit of or at the direction or request of any officer or employee of the Commonwealth.
6. Except with the consent of the Commonwealth, neither the Law Firm nor anyone in privity with the Law Firm shall accept or agree to accept from, or give or agree to give to, any person, any gratuity from any person in connection with the performance of work under this Contract except as provided therein.
7. Except with the consent of the Commonwealth, the Law Firm shall not have a financial interest in any other contractor, subcontractor, or supplier providing services, labor, or material on this project.
8. The Law Firm, upon being informed that any violation of these provisions has occurred or may occur, shall immediately notify the Commonwealth in writing.
9. The Law Firm, by execution of this Contract and by the submission of any bills or invoices for payment pursuant thereto, certifies and represents that he or she has not violated any of these provisions.
10. The Law Firm, upon the inquiry or request of the Inspector General of the Commonwealth or any of that official's agents or representatives, shall provide, or if appropriate, make promptly available for inspection or copying, any information of any type or form deemed relevant by the Inspector General to the Law Firm's integrity or responsibility, as those terms are defined by the Commonwealth's statutes, regulations, or management directives. Such information may include, but shall not be limited to, the Law Firm's business or financial records, documents, or files of any type or form that refer to or concern this Contract. Such information shall be retained by the Law Firm for a period of three years beyond the termination of the Contract unless otherwise provided by law.
11. For violation of any of the above provisions, the Commonwealth may terminate this and any other Contract with the Law Firm, claim liquidated damages in an amount equal to the value of anything received in breach of these provisions, claim damages for all expenses incurred in obtaining another Law Firm to complete performance hereunder, and debar and suspend the Law Firm from doing business with the Commonwealth. These rights and remedies are cumulative, and the use or nonuse of any one shall not preclude the use of all or any other. These rights and remedies are in addition to those the Commonwealth may have under law, statute, regulation or otherwise.

APPENDIX H
RESPONSIBILITY PROVISIONS
(STD-271/278A, dated 07/99)

1. The Law Firm certifies, for itself and all its subcontractors, that as of the date of its execution of this Contract, that neither the Law Firm, nor any subcontractors, nor any suppliers are under suspension or debarment by the Commonwealth or any governmental entity, instrumentality, or authority and, if the Law Firm cannot so certify, then it agrees to submit a written explanation of why such certification cannot be made.
2. The Law Firm also certifies, that as of the date of its execution of this Contract, it has no tax liabilities or other Commonwealth obligations.
3. The Law Firm's obligations pursuant to these provisions are ongoing from and after the effective date of this Contract through the termination date thereof. Accordingly, the Law Firm shall have an obligation to inform the Commonwealth if, at any time during the term of this Contract, it becomes delinquent in the payment of taxes, or other Commonwealth obligations, or if it or any of its subcontractors are suspended or debarred by the Commonwealth, the federal government, or any other state or governmental entity. Such notification shall be made within 15 days of the date of suspension or debarment.
4. The failure of the Law Firm to notify the Commonwealth of its suspension or debarment by the Commonwealth, any other state, or the federal government shall constitute an event of default of this Contract with the Commonwealth.
5. The Law Firm agrees to reimburse the Commonwealth for the reasonable costs of investigation incurred by the Inspector General for investigations of the Law Firm's compliance with the terms of this or any other Contract between the Law Firm and the Commonwealth, which results in the suspension or debarment of the Law Firm. Such costs shall include, but shall not be limited to, salaries of investigators, including overtime, travel, and lodging expenses; and expert witness and documentary fees. The Law Firm shall not be responsible for investigative costs for investigations that do not result in the Law Firm's suspension or debarment.

6. The Law Firm may obtain a current list of suspended and debarred Commonwealth contractors by either searching the internet at <http://www.dgs.state.pa.us/debarment.htm> or contacting the:

Department of General Services
Office of Chief Counsel
North Office Building, Room 603
Harrisburg, Pennsylvania 17125
Phone: (717) 783-6472
Fax: (717) 787-9138

APPENDIX I
THE AMERICANS WITH DISABILITIES ACT PROVISIONS
(STD-271/278A, dated 07/99)

1. Pursuant to federal regulations promulgated under the authority of *The Americans With Disabilities Act*, 28 C.F.R. § 35.101, *et seq.*, the Law Firm understands and agrees that it shall not cause any individual with a disability to be excluded from participation in this Contract or from activities provided for under this Contract on the basis of the disability. As a condition of accepting this Contract, the Law Firm agrees to comply with the *General Prohibitions Against Discrimination*, 28 C.F.R. § 35.130, and all other regulations promulgated under Title II of *The Americans With Disabilities Act* which are applicable to all benefits, services, programs, and activities provided by the Commonwealth of Pennsylvania through contracts with outside contractors.

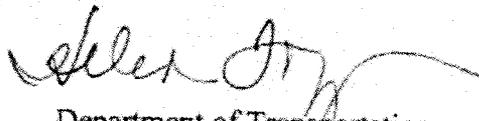
2. The Law Firm shall be responsible for and agrees to indemnify and hold harmless the Commonwealth of Pennsylvania from all losses, damages, expenses, claims, demands, suits, and actions brought by any party against the Commonwealth of Pennsylvania as a result of the Law Firm's failure to comply with the provisions of Paragraph 1 of this Appendix.

CONTRACTOR RESPONSIBILITY VERIFICATION

Miscellaneous Agreement No. 220700 / SRM Purchase Order 4300009576

Mayer Brown Rowe & Maw LLP

This Contract has been reviewed and the Law Firm has been determined to be responsible in accordance with the procedures outlined in Management Directive 215.9 Amended, dated April 16, 1999.

 5.9.07
Department of Transportation Date